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ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 3RD OCTOBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I

PREMATURE ANNOUNCEMENTS OF
TAKEOVER BIDS, MERGERS,
AMALGAMATIONS OR OTHER
CORPORATE RESTRUCTURING

NOTICE II

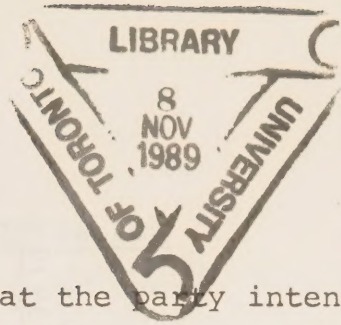
DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT
OF MATERIAL FILED FOR THE
MONTH OF SEPTEMBER 1980

NOTICE I

RE: PREMATURE ANNOUNCEMENTS OF TAKEOVER
BIDS, MERGERS, AMALGAMATIONS OR
OTHER CORPORATE RESTRUCTURING

The Commission has become increasingly concerned about the number of proposals for takeover bids, mergers, amalgamations or other forms of corporate restructuring which have been announced with a substantial period elapsing before definitive documentation issues or, on occasion, a follow-up announcement is made that the proposal has been abandoned or materially altered. The press release making the announcement frequently gives sufficient information to affect the market price of the securities of issuers named in the proposal. Substantial uncertainty is often created in the market place because of lack of detail.

Uniform Act Policy 2-12 requests that the Commission be advised of such proposed action on an "early warning" confidential basis. This enables the Commission to institute a stock watch program pending the time that definitive documentation is published. Only when there appears to be a leak of information with the market responding on the basis of incomplete or misleading information will the Commission request that an appropriate press release be made. Trading may be halted temporarily to allow this process to take place in an orderly manner. Apart from that situation the policy does not request that a public announcement be made.



The making of a statement that the party intends to proceed implies a present willingness and ability to carry out that intent. If the party making the public announcement is not in a position to make the definitive proposal shortly after making the press release, the making of the announcement will be considered premature and misleading.

It is emphasized that the Commission is anxious that issuers continue, as in the past, to give it early warning on a confidential basis. It is equally concerned that premature announcements, in some instances on what appears to be a "trial balloon" basis, not be made.

NOTICE II

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF MATERIAL
FILED FOR THE MONTH OF SEPTEMBER 1980

	<u>1980</u>	<u>1979</u>	<u>January 1 - Sep. 30, 1980</u>	<u>January 1 - Sep. 30, 1979</u>
Insider Trading Reports	1270	1319	15,822	14,233
Annual and Interim Financial Reports	594	494	5,013	3,937
Finance Company Reports	12	25	179	359
Take-Over Circulars	12	3	72	75
Proxy Solicitations and Information Circulars	65	42	1,332	1,197
Miscellaneous Information to Shareholders	712	208	7,306	2,489
Report of Material Change	51	-	448	-

CEASE TRADING ORDERS - THE SECURITIES ACT

BRO RESOURCES LTD.
MULTI-MINERALS LIMITED

Temporary cease trading order issued 3rd October, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 17th October, 1980, at 10.00.a.m.

GOLDEN HOPE MINES LIMITED

The cease trading order dated 14th April, 1975, and continued 28th April, 1975, was rescinded 3rd October, 1980, the company being now up-to-date with its filings.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

ANGLO UNITED DEVELOPMENT CORPORATION LIMITED

Upon the application of Anglo United Development Corporation Limited (the "Corporation") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting the Corporation in part from the requirements of Part XVII of the Act, the Commission ordered pursuant to the provisions of S.79(b)(iii) of the Act that the Corporation be and hereby is exempted from the requirements of Ss. 76(1) and 78 of the Act to file and send to its securityholders interim financial statements for the first and third quarters of each fiscal year of the Corporation provided that the Corporation shall comply with Part XVII of the Act in all other respects and provided that where a material change occurs in the affairs of the Corporation this exemption shall expire within thirty days of the occurrence unless the Commission considers that the exemption shall continue.

CAMPEAU CORPORATION
AND
ROYAL TRUSTCO LIMITED

Upon the application of Campeau Corporation (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to paragraph 99(f) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XIX of the Act;

And upon it appearing that:

1. The Applicant is a corporation incorporated under the laws of Ontario and Royal Trustco Limited ("Royal Trustco") is a corporation incorporated under the laws of Canada;
2. The Applicant offered on August 29, 1980, to purchase all of the Class A and Class B Common Shares and all of the Series A and Series B Preferred Shares not owned or controlled by the Applicant or by nationals, citizens or residents of the United States (the "Shares") in the capital of Royal Trustco (the "Offer");
3. The Offer provides that the period within which the Shares may be tendered may be extended from twenty-one (21) days at the option of the Applicant; and
4. The Commission is of the opinion that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to paragraph 99(f) of the Act that the Applicant be and hereby is exempted, in part, from the requirements of Ss. 89 and 90 of the Act such that:

- i) The date of the Offer shall remain the date on which a takeover bid circular accompanying the Offer was first sent to shareholders of Royal Trustco;

- ii) Where the Applicant elects to exercise a right contained in the Offer to modify the terms of the Offer or to waive a condition of the Offer, the time within which the Shares may be tendered shall not, by virtue of an extension of the Offer or by virtue of the operation of law, be extended longer than thirty-five (35) days from the date of the Offer determined under paragraph (i) of this order and provided that any Shares deposited pursuant to the Offer or extension or variation thereof may be withdrawn by a shareholder any time until the expiration of ten (10) days from the date of the mailing of a notice of change or variation as required by subsection 90(1) of the Act;
- iii) Nothing in paragraph (ii) shall limit any right which the Applicant may have to further extend the Offer at the end of the thirty-five day period referred to in paragraph (ii), provided that this order shall not apply with respect to any such further extension; and
- iv) In all other respects Part XIX of the Act shall apply to the Offer.

R. A. DALY LIMITED PARTNERSHIP (1978)

Upon the application of Twin Richfield Oils Ltd. ("Twin") to the Ontario Securities Commission ("Commission") pursuant to S.99(e) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XIX of the Act;

And upon it appearing that:

1. Twin is a corporation incorporated under the laws of Canada and proposes to offer to purchase all of the outstanding limited partnership units of R. A. Daly Limited Partnership (1978) (respectively the "Units" and "Daly") in consideration of either all cash or cash and securities of Twin (the "Offer");
2. There are 29 limited partners of Daly, 18 of whom are resident in Ontario, 27 limited partners holding 4 Units each and 2 limited partners holding 2 Units;
3. The Commission is of the opinion that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.99(e) of the Act that Twin be and hereby is exempted, with respect to the Offer, from the requirements of Ss. 89(1)2, 94(2) and 94(3) of the Act such that:

4. The date of the Offer shall remain the date on which a takeover bid circular (as defined below) accompanying the Offer was first sent to limited partners of Daly;

5. The period of time in which the Units may be deposited pursuant to the Offer shall not be less than 14 days from the date of the Offer, but this period may be extended one or more times and such extension or extensions shall not be deemed to be a variation of the terms of the Offer provided that upon an extension of the Offer the unitholders of any Units not taken up and paid for shall be provided with the withdrawal rights of S.89(1)4 from the date of the extension and provided that Twin shall take up and pay for any Units tendered pursuant to the Offer within 14 days of said Units being tendered;
6. The document entitled "Offer to Purchase", submitted with the application, and any amendments thereto, the Prospectus of Twin dated November 14, 1979, the Information Circular of Twin with respect to the Annual and Special Meeting of Twin held on June 27, 1980, the 1979 Annual Report of Twin, the March 31, 1980, Interim Report of Twin and the June 30, 1980, Interim Report of Twin shall be deemed to be a takeover bid circular for the purposes of Part XIX of the Act; and
7. In all other respects the Offer shall comply with the requirements of Part XIX of the Act.

EXECSIL CORPORATION

Upon the application of Execsil Corporation ("Execsil") to the Ontario Securities Commission ("Commission") for an order pursuant to S.82 of The Securities Act, S.O. 1978, C.47, as amended (the "SA"), that Execsil shall be deemed to have ceased to be a reporting issuer, and for an order pursuant to S.1(9) of The Business Corporations Act, R.S.O. 1970, C.53, as amended (the "BCA"), that Execsil shall be deemed to have ceased offering its securities to the public;

And whereas Execsil now has fewer than fifteen securityholders resident in Ontario and the Commission is satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered:

1. Pursuant to S.82 of the SA, that Execsil be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the SA for so long as it shall have fewer than fifteen securityholders whose latest address as shown on the books of Execsil is in Ontario; and
2. Pursuant to S.1(9) of the BCA, that Execsil be and hereby is deemed to have ceased to be offering its securities to the public.

PENFUND CAPITAL (NO. 1) LIMITED

The Commission granted recognition to Penfund Capital (No. 1) Limited as an exempt purchaser under S.34(1)4 of The Securities Act, S.O. 1978, C.47, as amended, for the ensuing twelve months.

RUPERTSLAND RESOURCES CO. LTD.

Upon the application of Rupertsland Resources Co. Ltd. (the "Company") to the Ontario Securities Commission ("Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") exempting the Company in part from the requirements of Part XVII of the Act, the Commission ordered pursuant to the provisions of S.79(b)(iii) of the Act that the Company be and is hereby exempted from the requirements of Ss. 76(1) and 78 of the Act to file and send to its securityholders an interim financial statement for the period from July 1, 1980, to September 30, 1980, only, provided that the Company shall comply with Part XVII of the Act in all other respects.

CANADIAN CORPORATE MANAGEMENT COMPANY LIMITED

Upon the application of Canadian Corporate Management Company Limited (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting certain of its insiders from the reporting requirements of Part XX of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of its subsidiaries, excepting those subsidiaries listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;

(c) identified the following major subsidiaries:

Chromalox Canada Inc.
449884 Ontario Inc.

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries of the Issuer excepting those subsidiaries listed in paragraph (c) above and excepting those individuals who are also insiders of the Issuer by virtue of Ss.1(1)(17)(i) or (iii) of the Act, be and they hereby are exempt from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

STATUTORY DISCLOSURE: REPEAT DEFAULTER

The Commission's attention has been directed to the fact that the following reporting issuer has failed on at least two separate occasions to file the information required to be furnished to its shareholders by either The Securities Act or The Business Corporations Act within the time limited by statute and has only done so previously after a notice of default has been issued to it by the Commission.

BRO RESOURCES LTD.

PROSPECTUSES

CANADIAN OCCIDENTAL PETROLEUM LTD.

Final receipt issued September 30, 1980 for a prospectus dated September 29, 1980 offering \$75,000,000 10% convertible subordinated debentures to mature September 30, 200 at \$100 plus accrued interest, if any, from October 17, 1980 to date of delivery.

DOMINION FOUNDRIES AND STEEL, LIMITED

Final receipt issued September 25, 1980 for a prospectus dated September 25, 1980 offering 2,400,000 \$2.35 cumulative redeemable preferred shares, 1980 Series at a price of \$25.00 per share. These shares carry the right to receive common share purchase warrants on November 28, 1980 on the basis of 2 warrants for each 5 shares.

Underwriters: Dominion Securities Limited
A. E. Ames & Co. Limited
Greenshields Incorporated

FRENCH ROAD EXPLORATIONS LIMITED

Receipt issued October 2, 1980 for final prospectus dated October 2, 1980 qualifying 500,000 common shares (without par value) to be offered to the public at \$1.00 each to net the company \$250,000.

There is also a secondary offering of 175,000 common shares (without par value), the proceeds from which will not accrue to the company.

K. T. RESOURCES LIMITED

Final receipt issued October 1, 1980 for prospectus dated September 30, 1980 qualifying for sale in Ontario 2,000,000 common shares and 1,000,000 warrants offered in units of one common share and 1/2 warrant at a price of 37¢ per unit less agent's commission of .025¢.

Agent: St. Lawrence Securities Limited

MACMILLAN BLOEDEL LIMITED

Final receipt issued September 25, 1980 for a prospectus dated September 24, 1980 offering 2,000,000 \$2.00 Class B convertible preferred shares Series I at a price of \$25.00 per share.

Underwriters: Wood Gundy Limited
McLeod Young Weir Limited

"MELANIE"

Final receipt issued September 30, 1980 for prospectus dated September 26, 1980 offering 430 units, each unit representing an equal, undivided ownership interest in a feature length motion picture film entitled "Melanie" at a price of \$10,000 per unit.

Agent: Pitfield Mackay Ross Limited

NU-WEST ALBERTA PROPERTIES LIMITED PARTNERSHIP

Preliminary prospectus dated July 3, 1980 withdrawn at the request of the company.

PETROFLO PETROLEUM CORPORATION

Final receipt issued October 3, 1980 for prospectus dated September 30, 1980 qualifying for sale in Ontario 1,000,000 common shares at \$1.30 to net the company 65¢/share. There will also be a secondary offering of 450,000 shares none of the proceeds of which will accrue to the company.

Underwriters: M. Rash & Co. Limited

RIGHTS OFFERINGS

AGGRESSIVE MINING LIMITED

Material relating to a rights offering by the company whereby shareholders may subscribe for additional shares without par value at \$.40 each, on the basis of one additional share for each 5 shares held on the record date, has been received by and is acceptable to the Commission.

DRUG TRADING COMPANY LIMITED

Material received relating to the issue of \$2,000,000 short term promissory notes at par, being made by Drug Trading Company Limited to its shareholders, other security holders, its employees and the employees of its affiliate, Druggists' Corporation Limited, pursuant to Section 71(1)(h) and (n) is acceptable to the Commission.

INCO LIMITED

Material relating to the company's optional stock dividend and share purchase plan has been received by and is acceptable to the Commission.

MICC INVESTMENTS LIMITED

Material relating to the company's dividend reinvestment plan and stock dividend plan has been received and is acceptable to the Commission.

RELEASES FROM ESCROW

ABINO GOLD MINES LIMITED

Consent has been given to release 282,448 escrowed shares from the escrow at present held by Crown Trust Company, such shares to be released on a pro rata basis to the present holders.

COMSTOCK KENO MINES LIMITED

Consent has been given to release all the remaining escrowed shares from the escrow at present held by Guaranty Trust Company of Canada, such shares to be released on a pro rata basis to the present holders.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

SEPTEMBER 26th, 1980

GENSTAR LIMITED

NATIONAL ISSUE-QUEBEC

OFFERING 2,000,000 COMMON SHARES AT A PRICE OF \$ * PER SHARE.

UNDERWRITERS: WOOD GUNDY LIMITED
PITFIELD MACKAY ROSS LIMITED
DOMINION SECURITIES LIMITED
GREENSHIELDS INCORPORATED

MACKENZIE FINANCIAL CORPORATION

OFFERING * UNITS AT A PRICE OF \$ * PER UNIT, EACH UNIT
CONSISTING OF TWO COMMON SHARES WITHOUT PAR VALUE AND
ONE SHARE PURCHASE WARRANT.

UNDERWRITER: NESBITT THOMSON SECURITIES LIMITED

NU-WEST GROUP LIMITED

NATIONAL ISSUE-ALBERTA

OFFERING * SHARES, * % CUMULATIVE REDEEMABLE, CONVERTIBLE
SECOND PREFERRED SHARES, SERIES A (PAR VALUE \$20 EACH)
AT A PRICE OF \$20 PER SHARE.

UNDERWRITERS: GREENSHIELDS INCORPORATED
RICHARDSON SECURITIES OF CANADA

SEPTEMBER 29th, 1980

AMPAL-AMERICAN ISRAEL CORPORATION NAT'L. ISSUE-QUEBEC

OFFERING \$20,000,000 (U.S.) TEN YEAR, 10% REDEEMABLE
DEBENTURES, SERIES AA, 1990.

AMPAL-AMERICAN ISRAEL CORPORATION NAT'L. ISSUE-QUEBEC

OFFERING \$10,000,000 (U.S.) TEN YEAR, 10% REDEEMABLE
DEBENTURES, SERIES BB, 1990.

LYNDEX EXPLORATIONS LIMITED

OFFERING 1,000,000 COMMON SHARES AT A PRICE OF \$1.05
PER SHARE.

DISTRIBUTED THROUGH REGISTERED DEALERS.

NUMAC OIL & GAS LTD.

NATIONAL ISSUE-ALBERTA

OFFERING \$ *, * % CUMULATIVE REDEEMABLE CONVERTIBLE
PREFERRED SHARES, SERIES A (PAR VALUE \$25 PER SHARE)
AT A PRICE OF \$25 PER SHARE.

UNDERWRITERS: MCLEOD YOUNG WEIR LIMITED
WALWYN STODGELL COCHRAN MURRAY LIMITED

SEPTEMBER 29th, 1980

"TICKET TO HEAVEN"

NATIONAL ISSUE-QUEBEC

OFFERING 900 FILM UNITS OF UNDIVIDED INTEREST IN THE
FILM REPRESENTING 100% OF THE OWNERSHIP OF THE FILM.
SUBSCRIPTION PRICE: \$5,000 PER FILM UNIT
AGENTS: FILMFUND FINANCING CORPORATION
YORKTON SECURITIES INC.

OCTOBER 1st, 1980

CARTIER RESOURCES INC.

OFFERING TO SHAREHOLDERS A MAXIMUM OF 532,533 COMMON
SHARES WITHOUT PAR VALUE AT A PRICE OF .30¢ PER SHARE.

HANSON MINERAL EXPLORATION LIMITED

OFFERING 600,000 UNDERWRITTEN COMMON SHARES WITHOUT
PAR VALUE AT A PRICE OF 50¢ PER SHARE.
UNDERWRITERS: DURHAM SECURITIES CORPORATION LIMITED
NORWICH INVESTMENTS LIMITED
ROSMAR CORPORATION LIMITED

SCEPTRE 1980-81 EXPLORATION PROGRAM NAT'L. ISSUE-ALBERTA

OFFERING A MINIMUM OF 1,000 AND A MAXIMUM OF 1,500
LIMITED PARTNERSHIP UNITS AT A PRICE OF \$10,000 PER UNIT.
AGENTS: WOOD GUNDY LIMITED
PETERS & CO. LIMITED

OCTOBER 3rd, 1980

STONEHILL PARTNERSHIP

OFFERING 450 UNITS OF PARTNERSHIP INTEREST AT A PRICE
OF \$10,000 PER UNIT.
AGENT: REALCO SECURITIES CORPORATION

AMENDMENT RECEIVED

SEPTEMBER 26th, 1980

"THE GREY FOX"

AMENDMENT #1 DATED SEPTEMBER 22nd, 1980 TO PROSPECTUS
DATED AUGUST 15th, 1980.

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

AGF MANAGEMENT LIMITED	C
ALGOMA STEEL CORPORATION LIMITED, THE	E F
AMADOR RESOURCES LTD.	E
AMAX INC.	E
AMERICAN EXPRESS COMPANY (TSE, NYSE)	E E
AMERICAN QUASAR PETROLEUM CO.	C
ASTRAL BELLEVUE PATHE LIMITED	E
ATCO LTD.	E
AUGDOME CORPORATION LIMITED	E
AUGMITTO EXPLORATIONS LIMITED	C
B P CANADA INC.	E
B C CENTRAL CREDIT UNION	C
B C I FURNITURE LIMITED	C F
BAND-ORE GOLD MINES LIMITED	B
BARYMIN EXPLORATIONS LIMITED	C
BASIC RESOURCES INTERNATIONAL S.A.	C E
BAY MILLS LIMITED	E
BEAUFORT ENERGY LIMITED	E
BEAUFORT EXPLORATION LIMITED	E
BEAUFORT PETROLEUM INVESTMENT LIMITED	E
BELL CANADA	E E E
BETHLEHEM COPPER CORPORATION	E
BIJOU MINES & OILS LIMITED	F F F
BLUESKY OIL & GAS LTD.	A B
BOMBARDIER INC.	E
BONANZA OIL & GAS LTD.	E
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E
BUSHNELL COMMUNICATIONS LIMITED	E
CAMPBELL RESOURCES INC.	E
CAMPEAU CORPORATION	E E F E
CANADIAN NATURAL RESOURCES LIMITED	E
CANADIAN OCCIDENTAL PETROLEUM LTD	E
CANDY INVESTMENTS LIMITED	C
CANRAY RESOURCES LIMITED	E E
CANTOL LIMITED	C
CARMA DEVELOPERS LTD.	E
CENTRAL AND EASTERN TRUST COMPANY	C

CHIBOUG COPPER CORPORATION LIMITED	C
COBALT PROVINCIAL MINING COMPANY LTD.	B
COCKFIELD BROWN INC.	C
CONSOLIDATED COPPER-LODE DEVELOPMENTS INC.	F
CONSOLIDATED MARBENOR MINES LTD.	C
COSEKA RESOURCES LIMITED	E E
CRAIBBE-FLETCHER GOLD MINES LIMITED	C
CRUSH INTERNATIONAL LIMITED	C
CULLATION LAKE GOLD MINES LTD.	E
CZAR RESOURCES LTD.	E
DALCO PETROLEUM LTD.	A B
DALE-ROSS HOLDINGS LTD.	E
DAON DEVELOPMENT CORPORATION	E
DEB CANADIAN EXPLORATIONS 1977	C
DEB CANADIAN EXPLORATIONS 1978	C
DEB CANADIAN RESOURCES 1978	C
DENISON MINES LTD.	E E E
DISTRICT TRUST COMPANY	C
DOME MINES LIMITED (TSE, NYSE)	E
DOMINION CITRUS & DRUGS LTD.	E
DOMINION FOUNDRIES & STEEL LIMITED	E
DORADO RESOURCES LTD.	E
DYLEX LIMITED	C
DYNAMAR ENERGY LIMITED	C
DYNAMIC MINING EXPLORATION LTD.	C
ELKS STORES LIMITED	E
EQUITRUST MORTGAGE & SAVINGS COMPANY	E
EXPO UNGAVA MINES LTD.	E
FALCONBRIDGE NICKEL MINES LIMITED	E
FIRST CALGARY PETROLEUMS LTD.	A
FIRST CITY TRUST COMPANY	E
FISCON INVESTMENT FUND	E
FORD MOTOR COMPANY (TSE, NYSE)	E
FORT NORMAN EXPLORATIONS INC.	E
GASCOME OILS LTD.	E
GATEFORD MINES LIMITED	A
GENENERGY RESOURCES LTD.	C
GENERAL AMERICAN OIL COMPANY OF TEXAS	E
GENERAL AMERICAN PROPERTIES INC.	E
GENERAL LEASEHOLDS (SUDBURY) LIMITED	C
GENERAL TELEPHONE & ELECTRONICS CORPORATION	C
GENSTAR LIMITED	E
GETTY OIL COMPANY (TSE, NYSE)	E
GLOBE REALTY LIMITED	C
GOLDEN HOPE MINES LIMITED	A C
GRANDVIEW ENERGY RESOURCES INCORPORATED	C
GREAT LAKES FOREST PRODUCTS LIMITED	E
GREAT WEST STEEL INDUSTRIES LTD.	B
GREENWICH LAKE EXPLORATIONS LTD.	C E
GUARDIAN NORTH AMERICAN FUND	C
GULCH RESOURCES LTD.	E
GULF CANADA LIMITED (TSE, AMEX)	E

HAMILTON GROUP LIMITED, THE	E C
HARDEE FARMS INTERNATIONAL LIMITED	E
HARDING CARPETS LIMITED	C
HARLEQUIN ENTERPRISES LIMITED	E
HATLEIGH CORPORATION	E
HAWKER SIDDELEY CANADA INC.	E
HAWKLIN INDUSTRIES LIMITED	E
HAYES-DANA INC.	E
HEADWAY CORPORATION LIMITED	E
HENNINGER BREWERY (ONTARIO) LTD.	C
HUDSON BAY MINING AND SMELTING CO. LIMITED	E
HUNTER DOUGLAS CANADA LIMITED	C
HUNTER DOUGLAS N.V.	C
HUSKY OIL LTD.	E E
HYDROCARBON 1979 EXPLORATION PROGRAM	C
INCO LIMITED	E
INDAL LIMITED	F
INEXCO OIL COMPANY (TSE, NYSE)	E E
INITIATIVE EXPLORATIONS INC.	C
INSULITE DEVELOPMENT CORPORATION INC.	A B
INTER-PROVINCIAL DIVERSIFIED HOLDINGS LIMITED	E
INTER-ROCK OIL COMPANY OF CANADA LIMITED	A B
INTERMETCO LIMITED	E C
JONES HEWART FUND LTD.	E
K-TEL INTERNATIONAL, INC.	E A
KALROCK DEVELOPMENTS LIMITED	C
KAMLO GOLD MINES LIMITED	A C
KANDAHAR RESOURCES LIMITED	E
KNEE HILL COAL COMPANY, LIMITED, THE	A B
KINTU URANIUM MINES LTD.	C
KRAFT INC. (TSE, NYSE)	E
LAKE X MINES LTD.	B
LEIGH INSTRUMENTS LIMITED	E
LES MINES EST-MALARTIC LTEE	E E
LEVY INDUSTRIES LIMITED	E
LOCHIEL EXPLORATION LTD.	E
LYNX-CANADA EXPLORATIONS LTD.	E
MACFIE RESOURCES INC.	C
MacMILLAN BLOEDEL LIMITED	E E
MAGELLAN PETROLEUM CORPORATION	C
MAHER INC.	C
MARITIME EQUITY FUND	C
MARKBOROUGH PROPERTIES LIMITED	E
MARMAC RESOURCES LIMITED	C
MCGRAW-HILL RYERSON LIMITED	E
MD GROWTH INVESTMENTS LIMITED	C
MERLAND EXPLORATIONS LIMITED	E B
MITEL CORPORATION	B
N B COOK CORPORATION LTD.	A B E
N.W.T. COPPER MINES LIMITED	C
NATIONAL BANK OF CANADA	C
NEW ATHONA MINES LIMITED	E
NEW BEDFORD RESOURCES & DEVELOPMENTS LIMITED	A C
NORTHSTAR RESOURCES 79-80	C

NORTHWAY-GESTALT CORPORATION	E
NU-WEST GROUP LIMITED	E E B
ONEIDA ENERGY & RESOURCES LIMITED	A B C
OSHAWA GROUP LIMITED, THE	E
PACIFIC COAST TERMINALS CO. LTD.	C E
PAN CANA RESOURCES LTD.	E
PAT GOLD MINES LIMITED	A B C
PENSION MUTUAL FUND LIMITED	E
PUBLIC FUEL TRANSMISSION SYSTEMS LIMITED	C
PYX EXPLORATIONS LTD.	E
RANK ORGANISATION LIMITED, THE	E
REITMAN'S (CANADA) LIMITED	E E
RESOURCE SERVICE GROUP LTD.	E
RON-ROY URANIUM MINES LIMITED	E
ROYAL TRUSTCO LIMITED	E
RUNNING	C
RUSSEL HUGH INC.	E
SAVINGS AND INVESTMENT RETIREMENT FUND	C
SAVINGS AND INVESTMENT TRUST H FUND	C
SCEPTRE RESOURCES LIMITED	E
SEAGRAM COMPANY LTD., THE	E
SEAWARD RESOURCES LTD.	E
SEAWAY TRUST COMPANY	D
SHELL CANADA LIMITED	E E E
SHEPHERD PRODUCTS LIMITED	E E
SPAR AEROSPACE LIMITED	E
STALL LAKE MINES LIMITED	A B
STANFORD MINES LIMITED	A C
STARRATT NICKEL MINES LIMITED	C
STEETLEY INDUSTRIES LIMITED	C
STEINBERG INC.	E
STERIVEST HOLDINGS INC.	
(OFFEROR)	
STERISYSTEMS LTD.	D
(OFFEREE)	
SUNCOR INC.	E
TELE-METROPOLE INC.	E
TEN THOUSAND DAY WAR, THE	E
TRANS CANADA GLASS LTD.	E
TRANSCANADA PIPELINES LIMITED	E
TRIANGLE EXPLORATIONS LIMITED	C
TURBO RESOURCES LIMITED	E E
UNICORP FINANCIAL CORPORATION	C
UNION CARBIDE CANADA LIMITED	E E
UNION GAS LIMITED	E
UNITED AMERICAN FUND LTD.	C
UNITED ASBESTOS INC.	E
UNITED CORPORATIONS LIMITED	C
UNITED KENO HILL MINES LIMITED	E
UNITED TIRE & RUBBER CO. LIMITED	E
VEGA GOLD EXPLORATIONS INC.	C
VS SERVICES LTD.	C

WALKER, HIRAM-CONSUMERS HOME LTD.	E
WALL & REDEKOP CORPORATION	E
WARDEAN DRILLING CO. LIMITED	A B
WCI CANADA LIMITED	C
WESTEEL-ROSCO LIMITED	E
WESTERN BROADCASTING COMPANY LTD.	E
WESTERN STOCKYARDS LIMITED	E
WHONNOCK INDUSTRIES LIMITED	E E
WOODWARD STORES LIMITED	E
YELLOWKNIFE BEAR MINES LIMITED	A B

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 25, 1980	Tate & Lyle Holdings Limited	Redpath Industries Limited - Convertible Voting Preference Shares Series "A"	\$ 18.50	601,361 shrs
Sep. 26, 1980	Canadian Enterprise Development Corporation Limited	Westmills Carpets Limited - 13% Convertible Redeemable Unsecured Debentures Series "D" due December 1, 1990 and Common Shares	375,000.00 \$.75	375,000.00 297,002 shrs
Sep. 26, 1980	Employees' Savings and Profit Sharing Plan of Dominion Foundries and Steel Limited	"	150,000.00 \$.75	150,000.00 148,555 shrs
Sep. 19, 1980	Dr. Thorpe Vandermark	Jalna Development Partnership - Limited Partnership Units	28,253.00	1 "A" unit
Sep. 19, 1980	Simon Weinberg	"	28,253.00	1 "B" "
Sep. 19, 1980	Alan Robertson	"	28,253.00	1 "C" "
Sep. 19, 1980	Bruce E. Jackson	"	28,253.00	1 "D" "
Sep. 19, 1980	"	"	28,253.00	1 "E" "
Sep. 19, 1980	Brian Newbigin	"	42,379.00	1 "F" "
Sep. 19, 1980	John M. Armour	"	44,327.00	1 "G" "
Sep. 19, 1980	Garson S. Conn	"	29,662.00	1 "H" "
Sep. 19, 1980	Robert S. Tebbutt	"	29,662.00	1 "I" "
Sep. 19, 1980	John C. Underhill	"	29,662.00	1 "J" "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 19, 1980	Alan B. Young	Jalna Development Partnership - Limited Partnership Units	\$ 30,730.00	1 "K" unit
Sep. 19, 1980	Steven C. Small	"	30,730.00	1 "L" "
Sep. 19, 1980	Coleman Bernstein	"	30,199.00	1 "M" "
Sep. 19, 1980	Peter McGinn	"	29,662.00	1 "N" "
Sep. 19, 1980	Anthony J. Ballard	"	29,662.00	1 "O" "
Sep. 19, 1980	Brian Herbinson	"	44,327.00	1 "P" "
Sep. 19, 1980	K. D. Finlayson	"	28,253.00	1 "Q" "
Sep. 19, 1980	Dr. Kenneth F. Wood	"	28,253.00	1 "R" "
Sep. 19, 1980	E. Gordon Quinn	"	28,253.00	1 "S" "
Sep. 19, 1980	Douglas A. Sloan	"	28,253.00	1 "T" "
Sep. 19, 1980	"	"	28,253.00	1 "U" "
Sep. 3, 1980	Confederation Life Insurance Company	Dover Properties Ltd. - Common Shares	1.00	28,000 shrs
		Preferred Shares	25.00	"
Sep. 3, 1980	The Canada Life Assurance Company	Common Shares	1.00	"
		Preferred Shares	25.00	"
Sep. 15, 1980	Silver Century Investment Syndicate	Silver Century Explorations Ltd. - Common Shares	.50	100,000 "
Sep. 30, 1980	Jaysonette Properties Limited	Glencair Mining Company Limited Unit consisting of 90,000 Common Shares and 45,000 Common Share Warrants	103,500.00	1 unit
Sep. 30, 1980	The Harris Syndicate	"	103,500.00	1 "
Sep. 30, 1980	The Reed Syndicate	"	103,500.00	1 "
Sep. 30, 1980	The White Syndicate	"	103,500.00	1 "
Sep. 30, 1980	Vendor Investments Limited	"	103,500.00	1 "
Sep. 26, 1980	Ronald Como	Royex Sturgex Mining Limited -	1.00	100,000 shrs

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 17, 1980	June 12, 1980	Brascan Limited	Bank of Montreal - Common Shares	\$ 30.50	99,600 shrs
Sep. 17, 1980	June 12, 1980	"	"	30.625	400 "
Sep. 23, 1980	June 12, 1980	"	"	30.75	6,200 "
Sep. 17, 1980	March 15, 1968	Sun Life Assurance Company of Canada	Mobil Oil Canada Limited - 7½% Debentures due March 15, 1988	75,960.00	\$ 100,000.00
Sep. 2, 1980	Oct. 15, 1973	"	Northwestern Utilities Ltd. - 7¼% Debentures Series "E" due October 15, 1985	33,856.20	42,000.00
Sep. 16, 1980	Oct. 15, 1973	"	"	199,025.00	250,000.00
Sep. 24, 1980- Sep. 25, 1980	Jan. 26, 1979	Dr. E. Joanne Briggs	Pennant Resources Limited Common Shares	2.40	6,400 shrs

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
D. Morgan Firestone	Firan-Glendale Corporation - Common Shares	150,000 shares

NOTICE OF INTENTION TO MAKE AN ISSUER BID
FORM 35

Name of Issuer

Dominion Citrus & Drugs Ltd.

Securities

Up to 80,000 less than 5% of its
Class "A" and Class "B" shares

REPORT OF INSIDER FILED UNDER
SECTION 103(1) OF THE SECURITIES ACT, 1978

ISSUE TRADED

Sterisystems Ltd.

INSIDER

Sterivest Holdings Inc.

QUANTITY AND DATE OF PURCHASE

901645 Common Shares September 24, 1980

PERCENTAGE PREVIOUSLY HELD

Nil

PERCENTAGE NOW HELD

60.934%

ISSN 0030-3100
No. 39/80



10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 10TH OCTOBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I	RESIGNATION OF ROBERT N. COCKBURN AS A COMMISSIONER
NOTICE II	BROKER-DEALERS' ASSOCIATION OF ONTARIO
NOTICE III	THE TORONTO STOCK EXCHANGE NOTICE TO MEMBERS NO. 3106 MEMBER FIRM AND APPROVED PERSONS DISCIPLINED
NOTICE IV	DISCLOSURE SECTION COMPARATIVE STATISTICAL REPORT OF PRIVATE PLACEMENTS FILED FOR THE MONTH OF SEPTEMBER 1980
NOTICE V	ONTARIO OVER-THE-COUNTER MARKET SUMMARY OF SHARES TRADED SEPTEMBER 1980
NOTICE VI	STATISTICS OF FILINGS 1979/80 SEPTEMBER 1980
SUPPLEMENT "X"	TABLE OF CONCORDANCE
SUPPLEMENT "X-1"	DRAFT OSC POLICY 3-47, "DISTRIBUTIONS" - FROM ONTARIO OUT OF JURISDICTION - INTO ONTARIO FROM OUT OF JURISDICTION
SUPPLEMENT "X-2"	NON-VOTING SECURITIES: THE TORONTO STOCK EXCHANGE REQUEST FOR COMMENTS

NOTICE I

RESIGNATION OF ROBERT N. COCKBURN AS COMMISSIONER

It is with regret that the Commission acknowledges the resignation of Robert N. Cockburn, formerly one of its Commissioners, as at September 30, 1980. Mr. Cockburn, then a Director and Senior Vice-President of Merrill Lynch Royal Securities Ltd., in his capacity as Chairman of the Commodity Futures Committee of the Ontario District of the Investment Dealers Association of Canada, made a substantial personal contribution to the work of the Interministerial Committee on Commodity Futures Trading. The Report of that Committee was the foundation for The Commodity Futures Act, 1978. Upon his retirement from Merrill Lynch Mr. Cockburn was retained by the Commission as a Consultant to assist in the development of the regulations to The Commodity Futures Act. With the coming into force of The Securities Act, 1978, which provided for an added Commissioner with commodity futures background, on September 15, 1979, Mr. Cockburn was appointed to the Commission.

Mr. Cockburn resigned to accept the position of President of ContiCommodity Services (Canada) Limited. His good judgment and expertise in the commodity futures area will be missed.

NOTICE II

RE: BROKER-DEALERS' ASSOCIATION OF ONTARIO

As part of its current general review of the role and activities of all self-regulatory associations expressly recognized under The Securities Act, the Commission is in the process of examining the role and activities of the Broker-Dealers' Association of Ontario.

The Commission has set November 13, 1980, commencing at 10.00.a.m. for a public meeting to consider whether it should make a recommendation to the Minister that the Broker-Dealers Act, 1947, be repealed and The Securities Act be amended so as to remove the statutory recognition of the Association. The meeting will take place at the offices of the Commission at 10 Wellesley Street East, 6th Floor, Toronto, Ontario, M7A 2H7.

Comments by interested parties (ten (10) copies preferably) should be submitted to the Secretary to the Commission on or before November 6, 1980.

Written comments will be made available for public inspection unless confidentiality is specifically requested.

NOTICE III

The following information is extracted from The Toronto Stock Exchange Notice to Members No. 3106 dated October 6, 1980.

"MEMBER FIRM AND APPROVED PERSONS DISCIPLINED"

By way of an Offer of Settlement, as provided for in section 17.15 of the General By-law, Westfield Securities Ltd., a member of the Exchange, Ronald Brimacombe, Michael G. Prew and John A. Toffan, Approved Persons and directors of Westfield have agreed to the imposition of the following penalties for violations of Part XVI, section 16.15 and pursuant to sections 8.34 and 8.35 of the General By-law.

In respect of Brimacombe; A fine of \$15,000;
A suspension of his approval as a registered representative and a director for a period of sixty days commencing October 6, 1980.

In respect of Westfield; A fine of \$10,000.

In respect of Prew; A fine of \$7,500.

In respect of Toffan; A fine of \$5,000.

Section 16.15 of the General By-law deals with margin requirements and; the minimum amount of margin which must be obtained and maintained in client accounts. Section 8.34 requires each member, Approved Person or employee of a member or affiliated company who is a supervisor or who has authority or supervision over or responsibility to the member for any employee of the member to fully and properly supervise such employee as may be necessary to ensure his compliance with the Exchange Requirements.

Section 8.35 of the General By-law deals with the responsibility of all Approved Persons and employees of members to comply with Exchange Requirements. It further requires that each member shall ensure that all its employees, directors, officers and partners comply with Exchange Requirements.

The violations noted were in respect to the handling of Mr. Brimacombe's personal margin accounts carried with his firm. During the period of July 4, 1979, through

February 5, 1980, Mr. Brimacombe's accounts were undermargined on several occasions by amounts ranging up to \$260,000. On a number of occasions purchases of securities were made in these accounts or cheques were issued to Mr. Brimacombe while the accounts were undermargined.

In considering the penalty the Exchange took into consideration that this is the second time that Westfield and these directors have been disciplined for violations of the General By-law. Furthermore, the Exchange considered Mr. Brimacombe to be primarily responsible for the violations because the accounts involved were his personal trading accounts. Notwithstanding the personal nature of the accounts the Member, Mr. Prew, its President and Mr. Toffan, its Secretary-Treasurer, had a responsibility to ensure that the violations did not occur or were stopped when they were detected".

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF PRIVATE PLACEMENTS
FILED FOR THE MONTH OF SEPTEMBER 1980

FORM 11 & 19 S1 OR 2

FORM 11

January 1, 1980 - August 31, 1980		January 1, 1979 - August 31, 1979	
879 Reports	\$ 909,904,742.34 Equity	309 Reports	\$1,114,328,952.40 Equity
559 Reports	1,138,678,591.65 Debt	312 Reports	764,314,647.52 Debt
September, 1980		September, 1979	
213 Reports	108,479,590.00 Equity	73 Reports	157,352,805.78 Equity
35 Reports	4,796,230.00 Debt	9 Reports	16,951,400.00 Debt
Total to date		Total to date	
1092 Reports	1,018,384,332.34 Equity	382 Reports	1,271,681,758.18 Equity
594 Reports	1,143,474,821.65 Debt	321 Reports	781,266,047.52 Debt
	<u>\$2,161,859,153.99</u>		<u>\$2,052,947,805.70</u>

FORM 12 OR S3 TO 19

FORM 12

January 1, 1980 - August 31, 1980		January 1, 1979 - August 31, 1979	
141 Reports	\$ 74,497,921.59 Equity	113 Reports	\$ 551,760,567.82 Equity
10 Reports	27,604,312.43 Debt	11 Reports	71,182,298.69 Debt
September, 1980		September, 1979	
13 Reports	3,210,496.75 Equity	20 Reports	17,012,714.55 Equity
3 Reports	4,645,000.00 Debt	2 Reports	128,400.00 Debt
Total to date		Total to date	
154 Reports	77,708,418.34 Equity	133 Reports	568,773,282.37 Equity
13 Reports	32,249,312.43 Debt	13 Reports	71,310,698.69 Debt
	<u>\$ 109,957,730.77</u>		<u>\$ 640,083,981.06</u>

- 7 A -

NOTICE V

ONTARIO OVER-THE-COUNTER MARKET
SUMMARY OF SHARES TRADED

	Month of September		Year to Date	
	1980	1979	1980	1979
INDUSTRIAL	2,357,038	807,094	14,975,191	12,984,710
MINING	24,207,251	16,437,613	171,100,928	93,890,713
OIL & GAS	3,429,960	1,527,806	36,394,877	12,114,415
	29,994,249	18,772,513	222,470,996	118,989,838

The dollar value for the foregoing trading is not available.

NOTICE VI

STATISTICS OF FILINGS 1979/80
Comparative monthly and cumulative dollar value of
financial filings accepted SEPTEMBER, 1980

Prospectuses	MONTH				(IN \$000'S)				CUMULATIVE	
	1979		1980		1979		1980		Equity	Debt
	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt		
Film	19,010	-	4,300	-	40,035	-	28,560	-		
Finance	-	-	-	-	-	35,000	4,000	45,000		
Industrial	123,840	235,000	589,545	160,000	774,004	659,763	2,163,470	777,500		
M.U.R.B.	6,100	-	-	-	16,696	-	22,000	-		
Natural Resource	-	-	-	-	-	-	-	-		
-Mining - Junior	882	-	3,341	-	5,410	-	15,930	-		
- Other	-	-	-	-	-	-	11,000	-		
-Oil & Gas - Junior	7,400	-	-	-	20,736	-	16,060	-		
- Other	36,840	-	2,250	75,000	221,286	-	231,870	75,000		
Oil & Gas Program	-	-	10,000	-	102,600	-	90,000	-		
S.B.D.C.	-	-	1,502	-	500	-	5,530	-		
*Miscellaneous	-	-	3,500	-	-	-	64,325	-		
Sub total	194,072	235,000	614,438	235,000	1,181,267	694,763	2,652,745	897,500		
Statements of Material Facts										
Natural Resource	-	-	-	-	1,825	-	1,550	-		
-Mining - Junior	-	-	-	-	-	-	1,002	-		
- Other	-	-	-	-	1,886	-	8,000	-		
-Oil & Gas - Junior	-	-	-	-	-	-	10,184	-		
- Other	-	-	-	-	3,711	-	20,736	-		
Sub total	-	-	-	-	-	-	-	-		
Private Placements (F.11 & 19 Sked 1 & 2)	157,353	16,951	108,480	4,795	1,271,682	781,266	1,018,384	1,143,475		
(F.12 & 19 Sked 3)	17,013	128	3,210	4,612	568,774	71,311	77,708	32,249		
Sub total	174,366	17,079	111,690	9,441	1,840,456	852,577	1,096,092	1,175,724		
Total	368,438	252,079	726,128	244,441	3,025,434	1,547,340	3,769,573	2,073,224		

* MINING PROGRAM, TRUST COMPANY

CEASE TRADING ORDERS - THE SECURITIES ACT

ACTION TRADERS INC.

Upon the request of Action Traders Inc. ("Action") pending an announcement regarding corporate developments and the release of up-dated financial statements, the Ontario Securities Commission ordered that all trading of the securities of Action shall cease 6th October, 1980, but this order shall expire on or before fifteen (15) days from the aforementioned date unless earlier varied or extended.

DIVERSIFIED MINES LIMITED

The cease trading order dated 31st August, 1980, and continued 14th September, 1980, was rescinded 7th October, 1980, the company being now up-to-date with its filings.

EAGLET MINES LIMITED

The cease trading order dated 4th July, 1980, and continued 18th July, 1980, was rescinded 7th October, 1980, the company being now up-to-date with its filings.

FRONTIER ACCEPTANCE CORPORATION LIMITED

Temporary cease trading order issued 7th October, 1980, for failure to make statutory filings. Statutory hearing 21st October, 1980, at 10.00.a.m.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

WEST HILL ENTERPRISES & MINING LIMITED

Whereas on 18th July, 1977, the Ontario Securities Commission ("Commission") made a temporary order that all trading in the securities of West Hill Enterprises & Mining Limited ("West Hill") shall cease forthwith;

And whereas on 2nd August, 1977, the Commission made an order that the said trading prohibition be continued;

And whereas Chemokan Enterprises Limited ("Chemokan") and Ralph J. Donovan ("Donovan") have made application to the Commission for its consent to the transfer within escrow of 488,000 shares (the "escrowed shares") in the capital stock of West Hill to Chemokan by Donovan under and pursuant to the terms of an escrow agreement dated 31st July, 1964, between Donovan and The Royal Trust Company;

And whereas Chemokan, Donovan and Ericmar Enterprises Limited ("Ericmar") have made application to the Commission for an order varying the said temporary order and order to permit the following transfers:

1. The transfer within escrow of the escrowed shares, as aforesaid, in the capital stock of West Hill from Donovan to Chemokan; and
2. The transfer of 419,425 shares in the capital stock of West Hill from Ericmar to Chemokan,

(the "Proposed Transfers");

And upon reading the application and hearing counsel for West Hill and counsel for the Commission, and having formed the opinion that the making of this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.123 of The Securities Act, S.O. 1978, C.47, as amended, that the said temporary order and order prohibiting all trading in the securities of West Hill be and are varied to permit the Proposed Transfers but no other or further transfers and the Commission hereby consents to the specific transfers of the escrowed shares as contemplated by the Proposed Transfers.

CENTURY ENERGY CORP. LTD.

Whereas Century Energy Corp. Ltd. (the "Issuer") has made an application to the Ontario Securities Commission ("Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss. 76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

EAGLE ROCK IRON MINES LIMITED

Whereas Eagle Rock Iron Mines Limited (the "Issuer") has made an application to the Ontario Securities Commission ("Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss. 76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

PROBE MINES LIMITED

The above-noted corporation was revived by order dated September 1, 1980.

PROSPECTUSES

CANADIAN TRUSTEED INCOME FUND

Final receipt issued October 7, 1980 for prospectus dated October 6, 1980 qualifying mutual fund shares to be offered at net asset value plus a sales charge.

Distributors: A.G.F. Management Limited and
Investment dealers and brokers

COMPUTALOG GEARHART LTD.

Final receipt issued October 8, 1980 for a prospectus dated October 7, 1980 qualifying for sale 1,000,000 common shares at a price of \$10.00 per share. Net proceeds to the company are \$9,350,000 before expenses of issue. This prospectus also qualifies a secondary offering by a selling shareholder of 50,000 common shares, the proceeds of which will not accrue to the company.

Underwriter: Dominion Securities Limited

THE CROSS WINDS APARTMENTS

Final receipt dated October 8, 1980 issued for prospectus dated October 3, 1980 qualifying 200 units of undivided interest in The Cross Winds Apartments at a purchase price of \$15,000 per unit.

The issue is not underwritten, but is offered on a best efforts basis.

Agent: Richardson Securities of Canada

TRIMAC LIMITED

Final receipt issued October 8, 1980 for prospectus dated October 7, 1980 qualifying for sale in Ontario 1,200,000 shares at \$31.875. Net proceeds to the company will be \$36,162,000 before issue expenses.

Underwriter: Richardson Securities of Canada

RIGHTS OFFERING

COMMERCIAL FINANCE CORPORATION LIMITED

Material relating to the company's proposed rights offering of 1.3 Class B special shares for each common share held on the record date plus 0.615 common share for each Class B special share subscribed for under this rights offering has been received and is acceptable to the Commission.

Subscription Agent: Sterling Trust Corporation

STATEMENT OF MATERIAL FACTS

WOODSREEF MINERALS LIMITED

Pursuant to Section 25(1)4 of the Regulations to The Securities Act, 1978, file has been closed.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

OCTOBER 8th, 1980

TRANSCANADA PIPELINES LIMITED NATIONAL ISSUE-ONTARIO

OFFERING * CUMULATIVE REDEEMABLE RETRACTABLE FIRST
PREFERRED SHARES, SERIES D AT A PRICE OF \$ * PER SHARE.

UNDERWRITERS: NESBITT THOMSON SECURITIES LIMITED
WOOD GUNDY LIMITED
MCLEOD YOUNG WEIR LIMITED
MIDLAND DOHERTY LIMITED

OCTOBER 10th, 1980

FIBERGLAS CANADA INC.

NATIONAL ISSUE-ONTARIO

OFFERING * % DEBENTURES, SERIES A (UNSECURED AND
REDEEMABLE) AT A PRICE OF \$ * AND ACCRUED INTEREST, IF
ANY.

UNDERWRITERS: WOOD GUNDY LIMITED
BURNS FRY LIMITED
MCLEOD YOUNG WEIR LIMITED

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ACADEMY EXPLORATION LIMITED	C A
ACKLANDS LIMITED	E
ACTION TRADERS INC.	E
AGRA INDUSTRIES LIMITED	E E
ALGOMA STEEL CORPORATION LIMITED, THE	E E
ALGONQUIN MERCANTILE CORPORATION	C
ALUMINUM COMPANY OF CANADA LTD.	E
AMCAN INDUSTRIES CORPORATION	E E
ANDOVER RESOURCES LTD.	A
AQUITAINE COMPANY OF CANADA LTD.	E
ARGUS CORPORATION LIMITED	E C E
ASAMERA OIL CORPORATION LTD.	E E E
AUDAX GAS & OIL LTD.	E
B.C. SUGAR REFINERY LIMITED	E
BALD EAGLE EXPLORATIONS INC.	C
BANISTER CONTINENTAL LTD.	C E
BANK OF BRITISH COLUMBIA	E
BANK OF MONTREAL	E
BATON BROADCASTING INCORPORATED	E
BAY MILLS LIMITED	E
BECKERS' MILK CO. LTD.	C
BELL CANADA	E E
BONANZA OIL & GAS LTD.	E E
BRASCAN LIMITED	E
BRINCO LIMITED	E E
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E
BRUNSWICK MINING AND SMELTING CORPORATION LIMITED	E
CALGARY POWER LTD.	E D
CAMPBELL RESOURCES INC.	A B
CAMPEAU CORPORATION	E E E E E E
CANADA SOUTHERN PETROLEUMS LTD.	E
CANADA TRUSTCO MORTGAGE COMPANY, THE	E
CANADIAN OCCIDENTAL PETROLEUM LTD.	E
CARLING O'KEEFE LIMITED	E
CARMA DEVELOPERS LTD.	E
CASSIDYS LIMITED	C
CAVALIER ENERGY LIMITED	C
CEDAR RIDGE APARTMENT PROJECT	B
CELANESE CANADA INC.	E
CHANCELLOR ENERGY RESOURCES INC.	E
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CITADEL GOLD MINES INC.	F
COLLECTIVE MUTUAL FUND LTD.	C
COMMUNITY TELEPHONE COMPANY OF ONTARIO LIMITED	C

CONSOLIDATED DURHAM MINES AND RESOURCES LIMITED	E
CONTINENTAL RESEARCH & DEVELOPMENT LTD.	E
CORBY DISTILLERIES LIMITED	E
CORPORATION FALCONBRIDGE COPPER	E
CULLATION LAKE GOLD MINES LTD.	F E
CZAR RESOURCES LTD.	C
D'ELDONA GOLD MINES LTD.	A B C
DALE-ROSS HOLDINGS LTD.	E
DANIEL DIVERSIFIED LIMITED	B
DEJOUR MINES LIMITED	E
DENISON MINES LTD.	E E
DOMINION CITRUS & DRUGS LTD.	C E
DYLEX LIMITED	E
EAGLET MINES LIMITED	C
ELKS STORES LIMITED	F E E
ERIESHORE INDUSTRIES INC.	B
ETHYL CORPORATION	E E
EXTENDICARE LTD.	E F E
FALCONBRIDGE NICKEL MINES LIMITED	E E
FEDERAL PIONEER LIMITED	B
FIRST CANADIAN INVESTMENTS LIMITED	C
FIRST CITY TRUST COMPANY	E B
FORD MOTOR COMPANY OF CANADA LTD.	E
G.S.W. INC.	E
GALVESTON PETROLEUMS LTD.	C
GENERAL AMERICAN OIL COMPANY OF TEXAS	A E
GENERAL AMERICAN PROPERTIES INC.	E
GENSTAR LIMITED	E E E
GEORGE WESTON LIMITED	E
GLOBAL COMMUNICATIONS LIMITED	C
GOLDTRUST	C
GUARANTY TRUST INVESTORS FUND - EQUITY SECTION	C
GUARANTY TRUST INVESTORS FUND - INCOME SECTION	C
GUARANTY TRUST MORTGAGE FUND	C
GULFSTREAM RESOURCES CANADA LIMITED	C
HATLEIGH CORPORATION	E
HAWKER SIDDELEY CANADA INC.	E
HEADWAY PROPERTY INVESTMENT 77-1	C
HEADWAY PROPERTY INVESTMENT 77-11	C
HEADWAY PROPERTY INVESTMENT 77-111	C
HEADWAY PROPERTY INVESTMENT 77-1V	C
HEADWAY PROPERTY INVESTMENT 78-1	C
HEADWAY PROPERTY INVESTMENT 78-11	C
HEADWAY PROPERTY INVESTMENT 78-111	C
HUDONS'S BAY OIL AND GAS COMPANY LIMITED	E
HUDSON BAY MINING AND SMELTING CO. LIMITED	E
I A C LIMITED	C
I.C.G. UTILITIES LTD.	C
IMASCO LIMITED	E
IMPERIAL OIL LIMITED	E
IN. MARK CORPORATION LIMITED	E
INEXCO OIL COMPANY	E
INITIATIVE EXPLORATIONS INC.	E
INLAND NATURAL GAS CO. LTD.	E
INTERNATIONAL CHEMALLOY CORPORATION	E
JOHN LABATT LIMITED	E
KAISER RESOURCES LTD.	E E
LAIDLAW TRANSPORTATION LIMITED	E
IVACO LTD.	E

LAURASIA RESOURCES LIMITED	E
LOBLAW COMPANIES LIMITED	E
LOBLAWS LIMITED	E
LOCHIEL EXPLORATION LTD.	C
LYNX-CANADA EXPLORATIONS LTD.	E
MADELEINE MINES LTD.	E
MARKS & SPENCER CANADA INC.	C
MASSEY-FERGUSON LIMITED	E E E C E
MATT AND JENNY	C
McDONALD'S CORPORATION	E
MDS HEALTH GROUP LIMITED	E C
MEDICORP TECHNOLOGY LIMITED	E
MELROSE EXPLORATIONS LTD.	C
MERIDIAN CONCEPTS LTD.	F
MERLAND EXPLORATIONS LIMITED	E
MOFFAT LAKE EXPLORATIONS INC.	F
MOUNTAINVIEW EXPLORATIONS INC.	C
MUNICIPAL SAVINGS & LOAN CORPORATION	E C
N B COOK CORPORATION LTD.	E
NATIONAL DRUG LTD.	C
NATIONAL HEES ENTERPRISES LIMITED	E E
NEW ATHONA MINES LIMITED	F E
NEW BEDFORD RESOURCES & DEVELOPMENTS LIMITED	F
NOLAN LAKE EXPLORATIONS INC.	E
NORBASKA MINES LIMITED	E
NORTHERN TELECOM LIMITED	E E
NORTHGATE EXPLORATION LIMITED	E
NOVA, AN ALBERTA CORPORATION	E
NU-WEST GROUP LIMITED	E
NUINSCO RESOURCES LTD.	E
OAKWOOD PETROLEUMS LTD.	E
OPAWICA EXPLORATIONS INC.	E
OSHAWA GROUP LIMITED, THE	E
PACO CORPORATION OF CANADA LIMITED	C
PAGE PETROLEUM LTD.	E
PANHANDLE EASTERN PIPE LINE COMPANY	E E
PARK COUNTY TOWNHOUSE INVESTMENTS	C
PELANGIO-LARDER MINES LIMITED	F
PENN WEST PETROLEUM LTD.	E E
PENSEC EXPLORATIONS INC.	E
PENYORK ENERGY RESOURCES INC.	C
PHILLIPS CABLES LIMITED	C
PHOENIX CANADA OIL COMPANY LIMITED	E E
PINE BELL MINES LIMITED	C
PLACER DEVELOPMENT LIMITED	E
PORTFIELD PETROLEUMS LIMITED	E
PROTO EXPLORATIONS & HOLDINGS INC.	C
PYX EXPLORATIONS LTD.	E
QCTV LTD.	E
QUAKER OATS COMPANY, THE	A B
QUEENSTON GOLD MINES LIMITED	E
RALEIGH MINERALS LIMITED	C
RANCHMENS RESOURCES (1976) LTD.	E
RANK ORGANISATION LIMITED, THE	E E
READER'S DIGEST ASSOCIATION (CANADA) LTD.	A B
REDCON GOLD MINES LIMITED	C B
REED STENHOUSE COMPANIES LIMITED	E E
REITMAN'S (CANADA) LIMITED	C

RESOURCE SERVICE GROUP LTD.	E C
RIDEAU HEIGHTS APARTMENTS TRUST	C
RILEY'S DATASHARE INTERNATIONAL LTD.	E
RIO ALTO EXPLORATION LTD.	E
ROYAL TRUST COMPANY MORTGAGE CORPORATION, THE	E
ROYAL TRUSTCO LIMITED	E E E E
RUSSEL HUGH INC.	E F
SCEPTRE RESOURCES LIMITED	E E E E
SCOTT'S RESTAURANTS CO. LIMITED	C
SHELL CANADA LIMITED	E E E E
SHEPHERD PRODUCTS LIMITED	E
SOBEYS STORES LIMITED	C
SONY CORPORATION	C
SPAR AEROSPACE LIMITED	E
SPINDLE TOP ENERGY & RESOURCES INC.	C
STANDARD TRUST COMPANY	E
STERISYSTEMS LTD.	E
SULPETRO LIMITED	C
SUNCOR INC.	E
TASHOTA-NIPICON MINES LIMITED	C
THUNDER BAY AMETHYST MINING COMPANY LIMITED	C
TORDOM CORPORATION	E
TORONTO SUN PUBLISHING CORPORATION, THE	B
TORONTO-DOMINION BANK	E E
TOTAL PETROLEUM (NORTH AMERICA) LTD.	C
TRANS-CANADA RESOURCES LTD.	C
TRANS-WESTERN EXPLORATION, INC.	E E
TRANSCANADA PIPELINES LIMITED	E
TRECO INC.	C
TRICENTROL LIMITED	C
TRIMAC LIMITED	E E
TRINITY RESOURCES LTD.	E C
TRINOVA RESOURCE EXPLORATIONS LTD.	C
TRIZEC CORPORATION LTD.	C
TURBO RESOURCES LIMITED	E E E E E
TWIN GOLD MINES LTD.	C
UNICORP FINANCIAL CORPORATION	E
UNITED CANSO OIL & GAS LTD.	C E
UNITED WESTERN OIL & GAS LTD.	C
UNIVERSAL SECTIONS LIMITED	A C
UTILITIES & FUNDING CORPORATION LIMITED	E
VEDRON LIMITED	E
VGM TRUSTCO LIMITED	C
VICTORIA GREY TRUST COMPANY	C
WAINOCO OIL CORPORATION	E
WALL & REDEKOP CORPORATION	C
WESTMILLS CARPETS LIMITED	E E
WHONNOCK INDUSTRIES LIMITED	C
WIMBERLEY RESOURCES LTD.	C E
ZELLER'S LIMITED	C
AMADOR RESOURCES LTD.	E
BENEFICIAL FINANCE CO. OF CANADA	C
B.B.C. REALTY INVESTORS	E
CANADA BRICK COMPANY LIMITED	A C
CREDIT FONCIER FRANCO CANADIEN	E
GENELCAN LIMITED	E
GENERAL PUBLIC UTILITIES COMMISSION	C

GRAYLIM INC.	E E
GUARANTY TRUST MANAGED RETIREMENT SAVINGS PLAN	C
KINGS WOOD EXPLORATIONS LIMITED	E
MASSEY-FERGUSON FINANCE CO. OF CANADA LTD.	C
N.B. COOK CORPORATION	E
N.W. CANADIAN FUND LTD.	A
N.W. EQUITY FUND LTD.	A
N.W. GROWTH INVESTMENTS LTD.	C
NIAGARA FINANCE CO. LTD.	C
NIAGARA REALTY OF CANADA LTD.	C
PACIFIC NORTHWEST BELL	C
PAN-ALBERTA GAS LTD.	E
PIONEER CHAIN SAW CORPORATION INC.	C
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	E
SAMSON ENERGY CORPORATION	E
SEEK RESOURCES LTD.	A
SHACKLETON PETROLEUM CORPORATION	E
SUNMIST ENERGY RESOURCES LIMITED	C
TANDY CORPORATION	A
TANNER ARTIC OILS LTD.	E
THE T. EATON ACCEPTANCE CO. LTD.	C
TERATO RESOURCES LTD.	E
VAT PETROLEUM LIMITED	E
WESTMOUNT RESOURCES LTD.	E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1980	The Standard Life Assurance Company	Canada's Wonderland Limited - 11% Series "A" Debentures due September 30, 1999	\$ 415,000.00	\$ 415,000.00
Sep. 30, 1980	Sun Life Assurance of Canada	"	1,496,000.00	1,496,000.00
Sep. 30, 1980	The Prudential Insurance Company of America	"	1,381,000.00	1,381,000.00
Sep. 30, 1980	Lumbermens Mutual Casualty Company	"	229,000.00	229,000.00
Sep. 30, 1980	The Toronto-Dominion Bank	"	229,000.00	229,000.00
Sep. 30, 1980	The Great-West Life Assurance Company	Canada's Wonderland Limited - 11% Series "B" Debentures due September 30, 1999	1,250,000.00	1,250,000.00
Sep. 24, 1980	Emilio J. Gambin	Norcana Resources Limited - Common Shares	10.00	3,000 shrs
Sep. 24, 1980	Thomas A. Jull	"	10.00	1,000 "
Sep. 24, 1980	Roy Pledger	"	10.00	1,000 "
Sep. 24, 1980	Phillis Cavell Pledger	"	10.00	2,000 "
Sep. 24, 1980	Paul Mulvihill	"	10.00	2,500 "
Sep. 24, 1980	Dr. Alan H. Gerulath	"	10.00	2,000 "
Sep. 24, 1980	Richard Carson	"	10.00	2,000 "
Sep. 24, 1980	Robert D. Dacks	"	10.00	2,500 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1980		National Hees Enterprises Limited - Series "B" Preference Shares	\$ 100.00	550,000 shrs
Oct. 1, 1980	Sun Life Assurance Company of Canada	Hallmark Hotels Limited - 10¼% First Mortgage Bonds due October 1, 2005	4,350,000.00	\$ 4,350,000.00
Oct. 1, 1980	Canada Life Assurance Company	"	3,850,000.00	3,850,000.00
Sep. 23, 1980	Ontario Hydro in Trust for the Pension Fund	Bralorne Resources Limited - 12 7/8% Secured Debentures Series "A" due August 15, 1995	5,000,000.00	5,000,000.00
Sep. 23, 1980	Canadian Pacific Limited Pension Trust Fund	"	1,000,000.00	1,000,000.00
Sep. 23, 1980	Imperial Life Assurance Company of Canada	"	5,000,000.00	5,000,000.00
Sep. 23, 1980	Trustee Pension Account No.09-100140-8	"	200,000.00	200,000.00
Sep. 23, 1980	Royal Trustco Acct. No. 653293	"	300,000.00	300,000.00
Sep. 23, 1980	Royal Trustco Acct. No. 351403	"	100,000.00	100,000.00
Sep. 23, 1980	Royal Trustco Acct. No. 460073	"	100,000.00	100,000.00
Sep. 23, 1980	North American Life Assurance Co.	"	2,000,000.00	2,000,000.00
Sep. 23, 1980	Confederation Life Insurance Company	"	1,800,000.00	1,800,000.00
Sep. 23, 1980	Sun Life Assurance Company of Canada	"	10,500,000.00	10,500,000.00
Sep. 22, 1980	Paul M. Marshall	Western Mines Limited - Common Shares	20.15	40,000 shrs

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 18, 1980	The Royal Trust Corporation of Canada	Bonanza Oil & Gas Ltd. - 9% Cumulative Redeemable Retractable Preferred Shares Series "C" and Warrants	\$ 25.00	20,000 shrs 35,000 wts
Sep. 18, 1980	Canada Trustco Mortgage Company	"	25.00	80,000 shrs 140,000 wts
Sep. 18, 1980	Cooperators Insurance Association	"	25.00	10,000 shrs 17,500 wts
Sep. 18, 1980	Dr. Rolf K. Kern	"	25.00	4,000 shrs 7,000 wts
Sep. 18, 1980	Fireman's Fund Insurance Co. of Canada	Bonanza Oil & Gas Ltd. - 8% Convertible Subordinated Debentures due September 15, 1995 plus Warrants	500,000.00 \$	500,000.00 30,000 wts
Sep. 16, 1980	Freeman Energy Inc. and Allstate Energy Inc.	N. B. Cook Corporation Ltd. - Common Shares	7.00	85,715 shrs
Sep. 28, 1980	The Watson Syndicate	Glencair Mining Company Limited - Unit consisting of 90,000 Common Shares and 45,000 Common Share Warrants	103,500.00	1 unit
Sep. 24, 1980	Finac Corporation Inc.	Advocate Mines Limited - Floating Rate Subordinate Note due December 31, 1985	600,000.00	600,000.00

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 22, 1980	June 5, 1980	Great Lakes Power Corporation Limited	Western Mines Limited \$ Common Shares	20.15	40,000 shrs
Sep. 22, 1980- Oct. 3, 1980	July 25, 1979	Great Northern Financial Corporation	Blake Resources Limited - Common Shares	8.25 to 9.125	14,500 "
July 21, 1980	Dec. 27, 1979	Villamorey S.A.	Basic Resources International S A - Common Shares	13.00	7,146 "
July 18, 1980	Dec. 27, 1979	Eugenia De Minondo	"	13.00	5,650 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
839 Yonge Main Store Ltd.	Canadian Tire Corporation Limited Class "A" Shares	123,715 shares
Stephen Kay-J. H. Hirshhorn	United Reef Petroleum - Common Shares	93,750 "
Doonaree Holdings Ltd.	Jorex Limited - Common Shares	375,000 "
		250,000 "

NOTICE OF INTENTION TO MAKE AN ISSUER BID - FORM 35

Name of Issuer

Securities

MacLean-Hunter Limited

675,000 Class "A" Shares

185,000 Class "B" Shares

(less than 5% of each Class)

SUPPLEMENT "X" TO WEEKLY SUMMARY, WEEK ENDING
10TH OCTOBER, 1980.

TABLE OF CONCORDANCE

Attached hereto is a table of concordance between The Securities Act, 1978, and the statutes of the other Canadian jurisdictions which has been prepared by several members of the Commission staff. Please advise the Secretary of the Commission of any errors noticed in this table. Comments and suggestions are welcome.

Ontario Section	Marginal Heading	Federal									
		<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
1(1)	Interpretation	1(1), 117	2(1)	2(1)	1(1)	1	1	1	1	2	2
											2, 121, 125
(2)	Affiliated Companies	1(2)	2(2)	2(2)	1(2)	1a(1)	-	-	-	-	120(3) Companies Ordinance
(3)	Controlled Companies	1(4)	2(3)	2(3)	1(3)	1a(2)	-	-	-	-	120(4) Companies Ordinance
(4)	Subsidiary Companies	1(3)	2(4)	2(4)	1(4)	1a(3)	-	-	-	-	120(1) Companies Ordinance
(5)	Beneficial ownership of securities	1(6)	2(6)	2(6)	1(5)	1a(5)	-	-	-	-	121(2) (c)
(6)	Idem	1(7)	2(7)	2(7)	1(6)	1a(6)	-	-	-	-	121(2) (d)

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federa</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
1(7)	Insider of Mutual Fund	-	-	-	1(7)	-	-	-	-	-	-	-	-
(8)	Issuer as insider of reporting issuer	-	-	-	1(8)	15	-	-	-	-	-	-	121(3)
(9)	Reporting issuer as insider of other reporting issuer	-	-	-	1(9)	-	-	-	-	-	-	-	121(3)
2(1)	Commission	2(1)	3(1)	3(1)	2(1)	2	3	2	-	3	39	4	253
(2)	Appointment	2(2)	3(1) 3(2)	3(1) 3(2)	2(1)	2	-	-	-	-	-	-	-
(3)	Quorum	2(4)	3(3)	3(3)	2(3)	6	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
4 (3)	Duties	143 (3)	-	-	-	-	-	-	-	-	-	-	-
(4)	Remuneration	143 (4)	-	-	-	-	-	-	-	-	-	-	-
5 (1)	Appointment of experts	-	13 (1)	14 (1)	4 (1)	7a	-	-	-	-	12	12	-
(2)	Submissions to experts	-	13 (2)	14 (2)	4 (2)	7a	-	-	-	-	12 (2)	12 (2)	-
(3)	Payments of experts	-	13 (3)	14 (3)	4 (3)	-	-	-	-	-	12 (3)	12 (3)	-
6	Director	-	4 (2)	-	5 (1), 5 (2)	8, 9	4	-	-	-	-	-	-
7	Refunds	17	17	18 (2)	-	28a	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
8(1)	Notification of decision	-	-	-	-	-	-	-	-	-	-	-	-
(2)	Review of Director's decision	29(1) 29(2)	28(1)	34	7(1)	10a	5(2)	-	-	-	-	-	-
(3)	Power on Review	29(4)	28(2)	35	7(2)	-	5(3)	-	-	-	-	-	-
(4)	Stay	-	-	-	-	-	-	-	-	-	-	-	-
9(1)	Appeal	30(1)	29(1)	36(1)	8(1)	13	37(1)	-	-	-	17 33(4)	17 33(4)	-
(2)	Stay	-	-	-	8(8)	-	-	-	-	-	-	-	-
(3)	Certification of documents	30(4)	29(3)	36(3)	8(4)	13	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
9(4)	Minister entitled to appear	30(5)	29(4)	36(4)	8(5)	-	-	-	-	-	-	-	-
(5)	Powers of court on appeal	30(6)	29(5)	37	8(6)	13	-	-	-	-	-	-	-
(6)	Further decisions	30(7)	29(6)	38	8(7)	-	-	-	-	-	-	-	-
10(1)	Secretary	-	-	-	-	13d	-	-	-	-	-	-	-
(2)	Acting Secretary	-	-	-	-	-	-	-	-	-	-	-	-
(3)	Certification	-	-	-	-	13c	-	-	-	-	-	-	-
11(1)	Investigation order	22(1)	21(1)	27(1)	10(1)	36	21(1)	22(1)	16(1)	23(1)	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
11(2)	Investigation order	22(1)	21(2)	27(2)	10(2)	36	21(1)	22(1)	16(1)	23(1)	19(1)	19(1)	-
(3)	Scope of investigation	22(2)	21(3)	27(3)	11(1)	37	21(1)	22(1)	16(1)	23(1)	19(1)	19(1)	-
(4)	Powers to summon	22(3)	21(4)	27(4)	11(2)	38	21(1) 21(4)	22(1) 22(3)	16(1) 16(3)	23(1) 23(3)	19(2)	19(2)	-
(5)	Counsel	22(4)	21(5)	27(5)	11(3)	-	-	-	-	-	19(3)	19(3)	-
(6)	Seizure of property	22(5)	21(6)	27(6)	11(4)	39	21(2)	-	-	-	19(4)	19(4)	-
(7)	Inspection of seized documents	22(6)	21(7)	27(7)	11(5)	-	-	-	-	-	19(5)	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
11(8)	Accountants and experts	22(7)	21(8)	27(8)	11(6)	40	21(3)	22(2)	16(2)	23(2)	19(6)	19(5)	-
(9)	Report of investigation	22(8)	21(9)	27(9)	11(8)	-	-	-	-	-	19(7)	19(6)	-
12	Report to Minister	23	22	28	-	46	-	-	-	-	-	-	-
13	Investigation by order of Minister	24	23	29	12	-	-	-	-	-	-	-	-
14	Evidence not to be disclosed	25	24	30	13(1)	-	-	22(4)	16(4)	-	19(8)	19(7)	-
15	Report to Minister	26	25	31	14	-	-	-	-	-	-	-	-
16(1)	Order to freeze property	27(1)	26(1)	32(1)	15(1)	43	24(1)	25(1)	19(1)	26(1)	21(1)	21(1)	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
16(2)	Applications for directions	27(2)	26(2)	32(2)	15(2)	44	24(2)	25(2)	19(2)	26(2)	21(2)	21(2)	-
(3)	Revocation or amendment of direction	-	-	-	-	45	-	-	-	-	21(2)	21(2)	-
(4)	Notice to land registry officer	27(3)	26(3)	32(3)	15(3), 15(4), 15(5)	46	24(3)	25(3)	-	26(3)	21(3)	21(3)	-
17(1)	Appointment of receiver, etc.	28(1)	27(1)	33(1)	16(1)	94	-	-	19(3)	-	22(1)	22(1)	-
(2)	Appointment	28(2)	27(2)	33(2)	16(2)	94	-	-	-	-	22(2)	22(2)	-
(3)	Ex parte application	28(3)	27(3)	33(3)	16(3)	-	-	-	-	-	22(3)	22(3)	-
(4)	Powers of receiver, etc.	28(4)	27(4)	33(4)	16(4)	94	-	-	-	-	22(4)	22(4)	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
17(5)	Enforcement of order	28(5)	27(5)	33(5)	16(5)	-	21(4)	-	-	-	22(5)	22(5)	-
(6)	Rules of practice	28(6)	27(6)	33(6)	16(6)	-	-	-	-	-	38	38	-
18(1)	Audits by Commission	34(1)	33(1)	40(1)	18(1)	82a	29, 30, 32	30, 32, 35	20, 22, 23	32, 36, 37	36(1)	36(1)	-
(2)	Access to records	34(2)	33(2)	40(2)	18(2)	82a	31	31	21	33	36(2)	36(2)	-
(3)	Fees	34(3)	33(3)	40(3)	18(3)	82a	-	-	-	-	36(3)	36(3)	-
19	Panel of auditors	31	30	-	19	64(d), 66	-	-	-	-	-	-	-
20(1)	Audits by stock exchange and associations	32(1)	31(1)	-	20(1)	68, 69 70	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
20 (2)	Audit by-laws subject to approval	32 (2)	31 (2)	-	20 (2)	82	-	-	-	-	-	-	-
21	Filing of financial statements of registrants	33	32	39 (1)	21 (1)	77, 78 79	36	29, 36	20	31, 38	35	35	-
22 (1)	Stock exchanges	139 (1)	139 (1)	147	22 (1)	92 (1)	-	-	-	-	-	-	-
(2)	Commission's powers	139 (2)	139 (2)	-	22 (2)	92 (2)	-	-	-	-	-	-	-
(3)	Review of decisions of stock exchange	139 (3)	139 (3)	-	22 (3)	92 (3)	-	-	-	-	-	-	-
23	Record of transactions	140	140	148	23	49	-	-	-	-	-	-	-

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<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
24(1)	Registration for trading	6(1)	6(1)	6(1)	24(1)	16	5(1) to 5(4) inclusive 6(1), 6(2), 20	3 42	2(1)	4(1), 4(2), 42	4, 31	5, 31	-
(2)	Termination re: salesman	6(4)	6(4)	6(4)	24(2)	19	-	-	-	-	-	-	-
(3)	Non-trading employee	6(5)	6(5)	6(6)	24(3)	-	-	-	-	-	3 Regs	-	-
25(1)	Granting or registration	7(1)	7(1)	7(1)	25(1)	24	8	3	2(2), 2(3)	8	5	6(1)	-
(2)	Terms and conditions	7(3)	7(3)	7(3)	25(2)	-	-	3(4)	2(4)	8(4)	6	6(2)	-
(3)	Refusal	7(2)	7(2)	7(2)	25(3)	24a	12(1)(a) 12(1)(b) 12(3) 5(2)	11(1)	7(1)	12(1)(a) 12(1)(b)	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
26(1)	Suspension, cancellation, etc.	8	8	8(1)	26(1)	25a	12(1)(c) 12(1)(d) 22	11(2) 23	2(5) 7(1) 17	12(1)(c) 12(1)(d) 12(3) 24	9(2)	9(2)	-
(2)	Interim suspension	8	8	8(2)	26(2)	25b	22	-	17	24	9(2)	9(2)	-
(3)	Surrender	-	-	-	-	-	-	-	-	-	-	-	-
27	Subsequent applications	9	9	9	27	-	12(4)	11(3)	7(3)	12(4)	9(1)	9(1)	-
28	Application	10	10	10	28	28	9	8(1)	4(1)	9	10	10	-
29	Address for service	11	11	11	29	29	-	8(2)	4(2)	-	13	13	-
30	Further information	12	12	13	30	30	9(3)	8(3)	4(3)	9(3)	11	11	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
31(1)	Residence	14(1)	14(1)	15(1)	31(1) 31(2)	-	-	-	-	8(5)	-	-	-
(2)	Idem	14(2)	14(2)	15(2)	31(1) 31(2)	-	-	-	-	-	-	-	-
32(1)	Notice of changes	15(1)	15(1)	17(1)	32(1)	30a 30d	-	-	-	-	-	-	-
(2)	Idem	15(3)	15(3)	17(3)	32(2)	30b 30d	-	-	-	-	-	-	-
(3)	Idem	15(4)	15(4)	17(4)	32(3)	30c 30d	-	-	-	-	-	-	-
(4)	Exemptions	15(6)	15(6)	17(6)	32(4)	30e	-	-	-	-	-	-	-
33	Exemptions of advisers	19(1)	18	19	33(1)	22	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
34(1)	Exemption of trades	20(1)	19(1) 19(3)	20(1) 20(3)	34(1)	20	7	4	2(3) 2(4)	5 6	3	3	-
(2)	Exemptions re: securities	20(2)	19(2)	20(2)	34(2)	21	7	4	2(3) 2(4)	5 6	3	3	-
(3)	Trades by trust company	-	see 58 (1.1)	-	34(3)	-	-	-	-	-	-	-	-
35(1)	Confirmation of trade	63(1)	67(1)	74(1)	35(1)	47	27(1) 27(2)	27	-	28	28	28	-
(2)	Idem	-	-	-	35(2)	-	-	-	-	-	-	-	-
(3)	Idem	-	-	-	35(3)	-	-	-	-	-	-	-	-
(4)	Coded identification	-	67(2)	74(2)	35(4)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
35(5)	Filing of code	-	67(2)a	74(3)	35(6)	-	-	-	-	-	-	-	-
(6)	Disclosure by agent	63(3)	67(3)	74(4)	35(5)	-	-	-	-	-	-	-	-
36(1)	Order prohibiting calls to residences	64(1) 64(2)	68(1) 68(3)	75(1) 75(2)	36(1)	61	28	-	-	29	29(1)	29(1)	-
(2)	Hearing	-	-	-	36(2)	-	-	-	-	-	-	-	-
(3)	"residence" defined	64(3)	68(4)	75(3)	36(3)	62	28(4)	-	-	29(3)	29(2)	29(2)	-
(4)	What constitutes calls	-	-	-	36(4)	62	-	-	-	-	-	-	-
37(1)	Representations prohibited	65(1)	69(1)	76(1)	37(1)	35	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
37(2)	Future value	65(2)	69(2)	76(2)	37(2)	35	-	-	-	-	-	-	-
(3)	Listing	65(3)	69(3)	76(3)	37(3)	35	-	-	-	-	-	-	-
(4)	Application of section	-	69(4)	76(4)	37(4)	-	-	-	-	-	-	-	-
38(1)	Where dealer principal	66(1)	70(1)	77(1)	38(1)	-	-	-	-	-	-	-	-
(2)	Effect of statement	66(3)	70(3)	77(3)	38(2)	-	-	-	-	-	-	-	-
(3)	Application of section	66(4)	70(4)	77(4)	38(3)	-	-	-	-	-	-	-	-
39	Disclosure of financial interest of advisers and dealers	68	71	79	39	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
40	Idem	-	-	-	40	-	-	-	-	-	-	-	-
41	Publication of names	69	72	80	41	-	-	-	-	-	-	-	-
42	Use of name of another registrant	70	73	81	42	55	-	-	-	-	-	-	-
43	Registration not to be advertised	71	74	82	43	54	-	-	-	-	-	-	-
44	Holding out by unregistered person	72	75	83	44	54	-	-	-	-	-	-	-
45	Advertising approval by Commission	73	76	84	45	54	-	-	-	-	32	32	-
46(1)	Marginal contracts	74(1)	77(1)	85(1)	46(1)	56	26(1)	26(1)	-	27(1)	27(1)	27(1)	-

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		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
48(6)	"custodian" defined	-	-	-	48(6)	-	-	-	-	-	-	-	-
49(1)	Submission of advertising	-	-	-	49(1)	-	20	42	-	42	-	-	-
(2)	Interpretation	-	-	-	49(2)	-	-	42	-	42	-	-	-
(3)	Prohibition of advertising	-	-	-	49(3)	-	-	42	-	42	-	-	-
(4)	Rescission or variation of order	-	-	-	49(4)	-	-	-	-	-	-	-	-
50(1)	Agreements	35(1)	34(1)	41(1)	50(1)	-	-	-	-	-	-	-	-
(2)	Receipt for filed agreement	35(2)	34(2)	41(2)	50(2)	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
50(3)	Application of	-	34(3)	41(3)	50(5)	-	-	-	-	-	-	-	-
(4)	Prohibition of	35(4)	34(4)	41(4)	50(6)	-	-	-	-	-	-	-	-
(5)	Receipt	-	-	-	50(4)	-	-	-	-	-	-	-	-
51	"distribution" extended meaning	-	-	-	-	-	-	-	-	-	-	-	-
52(1)	Prospectus required	36	35(1)	42(1)	52(1)	53	13(3)	12, 13 18	8, 12	13, 19	23(1), 23(6)	23(1), 88, 89 Companies Ordinance	-
(2)	Filing without distribution	-	-	-	52(2)	-	-	-	-	-	-	-	-
53(1)	Preliminary prospectus	-	38(1)	45(1)	53(1)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
53(2)	Idem	-	39(2)	45(2)	53(2)	-	-	-	-	-	-	-	-
54	Receipt for preliminary prospectus	-	35(2)	42(2)	54	-	-	-	-	-	-	-	-
55(1)	Prospectus	37(1) 37(2)	41(1) 41(2)	48(1) 48(2)	55(1)	53	-	16	11	-	23(2) 23(4)	86 Companies Ordinance	-
(2)	Supplemental material	37(3)	41(3)	48(3)	55(2)	53	-	-	-	-	-	-	-
56(1)	Amendment to preliminary prospectus on material change	-	40(2) 55	47(2) 62	56(1)	53	13(8)	-	-	-	23(5)	23(3)	-
(2)	Idem	-	-	-	56(2)	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
56(3)	Notice of amendment	-	40(3)	47(3)	56(3)	-	-	-	-	-	-	-	-
57(1)	Certificate by issuer	48(1)	52(1)	59(1)	57(1)	-	13(3)	-	-	-	23(3)	-	-
(2)	Idem	-	-	-	57(2)	-	-	-	-	-	-	-	-
(3)	Idem	-	52(2)	-	57(3)	-	-	-	-	-	-	-	-
(4)	Idem	-	52(3)	59(2)	57(4)	50	-	-	-	-	-	-	-
(5)	Idem	-	52(4)	59(3)	57(5)	-	-	-	-	-	-	-	-
(6)	Certificate of promoter	48(2)	52(5)	59(4)	57(6)	-	13(3)	-	-	-	23(3)	-	-
(7)	Idem	48(3)	52(5)	59(5)	57(7)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
60(5)	Form of question	-	-	-	-	-	-	-	-	-	-	-	-
(6)	Filing of question	-	-	-	-	-	-	-	-	-	-	-	-
(7)	Hearing by Commission	-	-	-	-	-	-	-	-	-	-	-	-
(8)	Decision of Commission	-	-	-	-	-	-	-	-	-	-	-	-
61(1)	Refiling of prospectus	52	56	63	61(1)	-	17(8)	12(2)	-	14	23(1)	23(1)	-
(2)	Idem	52	56	63	61(2)	-	-	-	-	-	-	-	-
(3)	Idem	-	-	-	61(4)	-	-	-	-	-	-	-	-
(4)	Failure to refile	-	-	-	61(5)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
61(5)	Extension of time	-	-	-	61(3)	-	-	-	-	-	-	-	-
62(1)	Short form prospectus	-	-	-	62(1)	-	-	-	-	-	-	-	-
62(2)	Alternative certificates	-	-	-	62(2)	-	-	-	-	-	-	-	-
(3)	Summary statement	-	-	-	62(3)	-	-	-	-	-	-	-	-
(4)	Refusal of summary statement	-	-	-	62(4)	-	-	-	-	-	-	-	-
(5)	Delivery of summary statement	-	-	-	62(5)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
62(6)	Delivery of prospectus on request	-	-	-	62(6)	-	-	-	-	-	-	-	-
(7)	Summary, statement without force and effect	-	-	-	62(7)	-	-	-	-	-	-	-	-
(8)	Liability not affected	-	-	-	62(8)	-	-	-	-	-	-	-	-
63(1)	Orders to furnish information re: distribution to public	56(4)	60(1)	67(1)	63(1)	50	-	-	-	-	-	-	-
(2)	Idem	56(2)	60(2)	67(2)	63(2)	50	-	-	-	-	-	-	-
64(1)	"waiting period" defined	-	36(1)	43(1)	64(1)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
69(3)	Notice	58(3)	62(3)	70(3)	69(3)	-	18(2)	-	-	-	-	-	-
70(1)	Obligation to deliver prospectus	59(1)	64(1)	71(1)	70(1)	53	14	-	-	-	24(1)	24(1) 86(5), 89(5) Companies Ordinance	-
(2)	Withdrawal from purchase	-	64(2)	71(2)	70(2)	-	16(1)	-	-	-	25(1)	25(1)	-
(3)	Application of subs. 2	-	64(3)	71(3)	70(4)	-	-	-	-	-	25(1)	25(1)	-
(4)	Time of receipt	59(5)	64(4)	71(4)	70(5)	-	-	-	-	-	-	-	-
(5)	Receipt of prospectus by agent	59(6)	64(5)	71(5)	70(6)	-	-	-	-	-	-	-	-

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<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
70(6)	Receipt of notice by agent	-	64(6)	71(6)	70(7)	-	-	-	-	-	-	-	-
(7)	Dealer as agent	59(7)	64(7)	71(7)	70(8)	-	-	-	-	-	-	-	-
(8)	Onus of proof	-	64(8)	71(8)	70(9)	-	-	-	-	-	25(2)	25(2)	-
71(1)	Prospectus not required	54(1)	58(1)	65(1)	71(1)	52	12(12)(e)	19	-	20	-	88(2) Companies Ordinance	-
(2)	Trust companies defined as principals	-	58(1.1)	-	71(2)	-	-	-	-	-	-	-	-
(3)	Reports	-	-	-	71(3)	-	-	-	-	-	-	-	-
(4)	First trades deemed as distributions	-	-	-	71(4)	-	-	-	-	-	-	-	-

[illegible]

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
72(1)	Prospectus not required	54(2)	58(2)	65(2)	72(1)	52	13(12)	19 20	13	20	23(6)	23(1) 88(2) Companies Ordinance	-
(2)	Application of ss. 70 and 126	54(3)	58(3)	65(3)	72(2)	-	-	-	-	-	-	-	-
73(1)	Exemption Order	55(1) 55(2)	59(1), 59(2), 59(3)	21 10(1), 10(2), 10(3)	73(1)	20, 21, 50	13(2)	-	-	-	23(1)	23(1)	1(8)
(2)	Determination of whether distribution has ceased	55(3)	59(4)	66(4)	73(2)	-	-	-	-	-	-	-	-
(3)	Ruling final	-	59(5)	66(2)	-	-	13(2)	-	-	-	-	-	-
74(1)	Publication of material change	-	-	-	74(1)	-	-	-	-	-	-	-	-

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
75(1)	Trading where undisclosed change	-	-	-	75(1)	151	-	-	-	-	-	-	-
(2)	Exception	-	-	-	75(2)	151	-	-	-	-	-	-	-
(3)	Interpretation	-	-	-	75(3)	-	-	-	-	-	-	-	125
76(1)	Interim financial statement	128(1)	129(1)	137(1)	76(1)	98	-	-	-	-	-	-	154(4)
77(1)	Comparative financial statements	119(1)	119(1)	128(1)	77(1)	97	-	-	-	-	-	-	154(1)
(2)	Auditor's report	118(2)	118(2)	127(2)	77(2)	100, 101	-	-	-	-	-	-	149(1)
(3)	Auditor's examination	118(1)	118(1)	127(1)	77(3)	99	-	-	-	-	-	-	161(3)

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		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
77(4)	"auditor" defined	117	117(1.1)	126	77(4)	95(c)	-	-	-	-	-	-	-
78	Delivery of financial statements to security holders	128(5)	129(6)	137(5)	78	105	-	-	-	-	-	-	153
79	Relief against certain requirement	130(1)	131	139(1)	79	106, 107	-	-	-	-	-	-	150
80(1)	Filing of information circular	-	-	-	80(1)	-	-	-	-	-	-	-	144(2)
(2)	Idem	-	-	-	80(2)	-	-	-	-	-	-	-	-
81	Filing of documents filed in another jurisdiction	-	-	-	81	-	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	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[illegible]

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
89(2)	Sale by offeror prohibited	-	-	-	89(3)	-	-	-	-	-	-	-	-
(3)	Offer increasing take-over bid or issuer bid	-	-	-	89(4)	-	-	-	-	-	-	-	190(f)
90(1)	Notice of variation in take-over bid or issuer bid	-	-	-	90(1)	-	-	-	-	-	-	-	-
(1)(a)	Idem	-	-	-	90(2)	-	-	-	-	-	-	-	-
(2)	Idem	-	-	-	90(3)	-	-	-	-	-	-	-	-
(3)	Variation of terms of take-over bid or issuer bid	82(1)	83(1)	91(1)	90(4)	121	-	-	-	-	-	-	190(d)
91(1)	Follow-up offers	-	-	-	91(1)	-	-	-	-	-	-	-	-

[illegible]

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
95(2)	Contents	-	-	-	95(2)	-	-	-	-	-	-	-	191(1)
(3)	Consideration in securities	-	-	-	95(3)	-	-	-	-	-	-	-	193
96(1)	Directors' circular	85(1)	86(1)	94(1)	96(1)	129	-	-	-	-	-	-	194(1)
(2)	Recommendations by board	85(1)	86(1)	94(1)	96(2)	129	-	-	-	-	-	-	-
(3)	Recommendation by individual director	-	86(4)	-	96(3)	132	-	-	-	-	-	-	194(5)
(4)	Advising of consideration	-	86(2)	-	96(4)	131	-	-	-	-	-	-	194(2)
(5)	Advising of decision of directors	-	86(3)	-	96(5)	131	-	-	-	-	-	-	194(4)

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
96(6)	Service	85(2)	86(5)	94(2)	96(6)	134	-	-	-	-	-	-	-
(7)	Circulation of recommendation of individual director	-	-	-	96(7)	-	-	-	-	-	-	-	194(5)
97(1)	Approval of circulars	87(1)	88(1)	96(1)	97(1)	128	-	-	-	-	-	-	196(1)
(2)	Idem	-	-	-	97(2)	128	-	-	-	-	-	-	64 Regs
(3)	Idem	87(2)	88(2)	96(2)	97(3)	130	-	-	-	-	-	-	196(2)
98	Idem	-	-	-	97(4)	-	-	-	-	-	-	-	196(1)
99	Applications to the Commission	88	89	97	99	136	-	-	-	-	-	-	197, 198(3)
100	Naming of Offeror	-	-	-	100	127	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
101(1)	Interpretation	107(1)	108(1)	116(1)	101(1)	139	-	-	-	-	-	-	-
(2)	Idem	107(2)	108(2)	116(2)	101(2)	140	-	-	-	-	-	-	-
102(1)	Report	108(1), 108(2), 108(3)	109(1), 109(2)	117(1), 117(2), 117(3)	102(1)	141, 142, 143	-	-	-	-	-	-	122(2)
(2)	Idem	108(4)	109(3)	117(4)	102(2)	144	-	-	-	-	-	-	122(4)
(3)	Idem	-	-	-	102(3)	-	-	-	-	-	-	-	122(3)
103(1)	Report of offeror	-	109.1(1)	-	103(1)	145	-	-	-	-	-	-	-
(2)	Idem	-	109.1(2)	-	103(2)	146	-	-	-	-	-	-	-
(3)	Idem	-	109.1(3)	-	103(3)	147.	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
104	Report of transfer by insider	-	-	-	104	-	-	-	-	-	-	-	-
105	Report of transfer by insider	-	-	-	105	-	-	-	-	-	-	-	-
106	Interpretation	-	-	-	106	-	-	-	-	-	-	-	-
107(1)	Loans of mutual funds in Ontario	-	-	-	107(1)	-	-	-	-	-	-	-	-
(2)	Investment of mutual funds, etc.	-	-	-	107(2)	-	-	-	-	-	-	-	-
(3)	Divesting of prohibited loans and investments	-	-	-	107(3)	-	-	-	-	-	-	-	-
108	Indirect investment	-	-	-	108	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
109	Relieving orders	-	-	-	109	-	-	-	-	-	-	-	-
110	Exception to s. 106(d)	-	-	-	110	-	-	-	-	-	-	-	-
111(1)	Fees on investment	-	-	-	111(1)	-	-	-	-	-	-	-	-
(2)	Relieving orders	-	-	-	111(2)	-	-	-	-	-	-	-	-
112(1)	Standard of care for management cf mutual fund	-	-	-	112(1)	-	-	-	-	-	-	-	-
(2)	Idem	-	-	-	112(2)	-	-	-	-	-	-	-	-
113(1)	Filing by management companies	-	-	-	113(1)	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
113(2)	Relieving orders	-	-	-	113(2)	-	-	-	-	-	-	-	-
114(1)	"responsible person" defined	-	-	-	114(1)	-	-	-	-	-	-	-	-
(2)	Interest of manager in investment portfolio	-	-	-	114(2)	-	-	-	-	-	-	-	-
(3)	Exemption of portfolio managers on terms and conditions	-	-	-	114(3)	-	-	-	-	-	-	-	-
115	Trades by mutual fund insiders	-	-	-	115	-	-	-	-	-	-	-	-
116	Publication of summaries of reports	-	-	-	116	148	-	-	-	-	-	-	123

Ontario Section	Marginal Heading	B.C.	Alta.	Sask.	Man.	Quebec	N.B.	N.S.	P.E.I.	Nfld.	Yukon	N.W. Terr.	Federal
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
117(1)	Filing in other jurisdictions	-	-	-	117(1)	149	-	-	-	-	-	-	-
(2)	Exemptions by order of Commission	115(1)	115(1)	124(1)	117(2)	149	-	-	-	-	-	-	122(8)
118(1)	Offences, general	135(1), 98, 100, 101, 101, 110, 134	136(1), 99, 101, 102, 111, 135	144(1), 144(4), 107, 109, 110, 119, 143	118(1), 35, 41, 42, 43, 47, 49, 51, 53, 54, 55, 58, 63, 73, 84, 88, 89, 112, 137, 160, 162	30g, 41(1), 41(2)	43(1), 43(2)	43(1), 43(2)	27(1)	43(1), 43(2)	48(1)	48(1), 133, Companies Ordinance	122(9), 143(3), 144(3), Companies Ordinance 147(8), 154(6), 198(1)
(2)	Defence	135(2)	136(2)	144(2)	118(2)	138, 161	-	-	-	-	48(2)	48(2), 133(5), Companies Ordinance	-
(3)	Directors and Officers	135(3)	136(3)	144(3)	118(3)	84	-	43(3)	27(3)	43(3)	48(3)	48(3)	122(10), 143(4), 144(4), 147(9), 198(2)

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
119	Consent of Minister	-	137(1)	145(1)	-	86	41(3)	43(4)	27(4)	43(4)	49(1)	49(1)	-
120	Information containing more than one offence	137	138	146	120	-	-	-	-	-	-	-	-
121(1)	Execution of warrant issued in another province	146(1)	146(1)	158(1)	121(1)	91	44(1)	46(1)	29(1)	46(1)	50(1)	50(1)	-
(2)	Prisoner in transit	146(2)	146(2)	158(2)	121(2)	91	41(2)	46(2)	29(2)	46(2)	50(2)	50(2)	-
122(1)	Order for compliance	78	147(1)	150(1)	122(5)	-	23(1)	-	-	-	-	-	-
(2)	Appeal	-	147(3)	150(2)	122(5)	-	-	-	-	-	-	-	-
123(1)	Order to cease trading	77(1)	143(1)	151(1)	123(1)	63	23	24, 28	18(1), 18(2)	25, 30	33(1), 20	33(1), 20	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
123(2)	Idem	-	-	-	123(3)	-	-	-	-	-	-	-	-
(3)	Temporary order	77(2)	143(2)	151(2)	123(3)	-	-	-	-	-	-	-	-
124(1)	Commission's discretion to remove exemptions	20(3)	19(5)	20(5)	124(1)	-	-	-	-	-	-	-	-
(2)	Temporary order and hearing	20(4)	19(6)	20(6)	124(2)	-	-	-	-	-	-	-	-
(3)	Notice	20(5)	19(7)	20(7)	124(3)	-	-	-	-	-	-	-	-
125(1)	Limitation	136	137(2)	-	125(1)	86	-	-	-	-	49(2)	49(2)	-
(2)	Idem	136	137(3)	145(2)	125(2)	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
126(1)	Liability for misrepresentation in prospectus	141 61(1)	141 65(1)	149(1) 72(1)	126(1)	-	13(5)	-	-	-	26(1)	26(1), 87(2) Companies Ordinance	-
(2)	Defence	141, 61(3)	141, 65(3)	149, 72(3)	126(2)	-	-	-	-	-	26(3)	26(3), 87(2) Companies Ordinance	-
(3)	Idem	-	-	149(1)	126(3)	-	-	-	-	-	-	-	-
(4)	Idem	-	-	149(1)	126(4)	-	-	-	-	-	-	-	-
(5)	Idem	-	-	149(1)	126(5)	-	-	-	-	-	-	-	-
(6)	Limitation re: underwriters	-	-	-	126(2)	-	-	-	-	-	-	-	-
(7)	Limitation in action for damages	-	-	-	126(7)	-	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
126(8)	Joint and several liability	-	-	-	126(8)	-	-	-	-	-	-	-	-
(9)	Limitation re: amount recoverable	-	-	-	126(9)	-	-	-	-	-	-	-	-
(10)	No derogation of rights	-	-	-	126(10)	-	-	-	-	-	26(4)	26(4)	-
127(1)	Liability for misrepresentation in circular	-	99.1	-	127(1)	-	-	-	-	-	-	-	-
(2)	Idem	-	-	-	127(2)	-	-	-	-	-	-	-	-
(3)	Idem	-	-	-	127(3)	-	-	-	-	-	-	-	-
(4)	Defence	-	99.1(3)	-	127(4)	-	-	-	-	-	-	-	-
(5)	Idem	-	-	-	127(5)	-	-	-	-	-	-	-	-

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
127(6)	Idem	-	-	-	127(6)	-	-	-	-	-	-	-	-
(7)	Idem	-	-	-	127(7)	-	-	-	-	-	-	-	-
(8)	Joint and several liability	-	-	-	127(8)	-	-	-	-	-	-	-	-
(9)	Limitation of damages	-	-	-	127(9)	-	-	-	-	-	-	-	-
(10)	Deemed take-over bid circular or issuer bid circular	-	-	-	127(10)	-	-	-	-	-	-	-	-
(11)	No derogation of rights	-	99.1(5)	-	127(11)	-	-	-	-	-	-	-	-
128	Standard of reasonableness	-	-	-	128	-	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
129	Liability for failure to make follow-up offer or to take up securities	-	-	-	129	-	-	-	-	-	-	-	-
130	Liability of dealer or offeror	60	64	-	130	-	-	-	-	-	-	-	-
131(1)	Liability of vendor and informer where material fact or change undisclosed	112	112(1)	121(1)	131(1)	151	-	-	-	-	-	-	125(5)
(2)	Liability of purchaser and informer where material fact or change undisclosed	112	112(1)	121(1)	131(2)	151	-	-	-	-	-	-	125(5)
(3)	Idem	-	-	-	131(3)	*	-	-	-	-	-	-	-
(4)	Accountability for gain	112	112(1)	121(1)	131(4)	151	-	-	-	-	-	-	125(5)

<u>Ontario Section</u>	<u>Marginal Heading</u>	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
131(5)	Liability joint and several	-	-	-	131(5)	-	-	-	-	-	-	-	-
(6)	Measures of damages	-	-	-	131(6)	151	-	-	-	-	-	-	-
(7)	Interpretation	-	-	-	131(7)	151 ₃	-	-	-	-	-	-	125
132(1)	Action by Commission on behalf of issuer	113(1)	113(1)	122(1)	132(1)	154, 155	-	-	-	-	-	-	-
(2)	Action by Commission on behalf of mutual fund	-	-	-	132(2)	-	-	-	-	-	-	-	-
(3)	Costs	-	-	-	132(3)	-	-	-	-	-	-	-	-
(4)	Action by Commission on behalf of security holder of the reporting issuer	-	-	-	132(4)	-	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>	<u>Sect.</u>
132(5)	Idem	-	-	-	132(5)	-	-	-	-	-	-	-	-
(6)	Idem	-	-	-	132(6)	-	-	-	-	-	-	-	-
(7)	Notice of application	113(2)	113(2)	122(2)	132(7)	156	-	-	-	-	-	-	-
(8)	Order to co-operate	113(3)	113(3)	122(3)	132(8)	157	-	-	-	-	-	-	-
(9)	Appeal	113(4)	113(4)	122(4)	-	-	-	-	-	-	-	-	-
133(1)	Rescission of contract	67(1)	70(5)	78(1)	133(1)	58	16(1)	-	15(1)	-	-	-	-
(2)	Idem	67(2)	70(6)	78(2)	133(2)	58	-	-	-	-	-	-	-
(3)	Service	-	-	-	133(3)	-	-	-	-	-	-	-	-

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
133(4)	Onus	76(3)	70(7)	78(4)	133(4)	-	16(2)	-	-	-	-	-	-
(5)	Limitation period	67(4)	70(8)	78(5)	133(5)	58	16(3)	-	-	-	-	-	-
134(1)	Rescission of purchase of mutual fund security	-	-	-	134(1)	-	-	-	-	-	-	-	-
(2)	Idem	-	-	-	134(2)	-	-	-	-	-	-	-	-
(3)	Notice	-	-	-	134(3)	-	-	-	-	-	-	-	-
(4)	Service	-	-	-	134(4)	-	-	-	-	-	-	-	-
(5)	Reimbursement	-	-	-	134(5)	-	-	-	-	-	-	-	-
135	Limitation periods	136	137	145(2)	135	58, 60, 152	-	-	-	-	26(2)	26(2)	125(6)

[illegible]

Ontario Section	Marginal Heading	<u>B.C.</u>	<u>Alta.</u>	<u>Sask.</u>	<u>Man.</u>	<u>Quebec</u>	<u>N.B.</u>	<u>N.S.</u>	<u>P.E.I.</u>	<u>Nfld.</u>	<u>Yukon</u>	<u>N.W. Terr.</u>	<u>Federal</u>
		Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.	Sect.
139	Regulations	144, 106, 114	61(3), 107, 114, 144	68(3), 115, 123, 160	139	83	40	41	26	41	46	46	254
140	Commission's discretion to revoke or vary its decision	-	-	-	143(3)	10	-	-	-	-	-	-	-
141	Continuation of registration	147	-	161	156	-	-	-	-	-	-	-	-
142	Repeals	-	-	-	157	-	-	-	-	-	-	-	-
143(1)	Commencement	148	-	-	158	-	-	-	-	-	-	-	-
(2)	Idem	-	-	-	158	-	-	-	-	-	-	-	-
144	Short title	-	1	1	-	-	45	-	-	1	1	1	1

SUPPLEMENT "X-1" TO WEEKLY SUMMARY, WEEK ENDING
10TH OCTOBER, 1980.

DRAFT O.S.C. POLICY 3-47

"DISTRIBUTIONS": FROM ONTARIO OUT OF JURISDICTION:
INTO ONTARIO FROM OUT OF JURISDICTION

Comments regarding this draft policy should be made in writing to The Secretary to the Commission, 10 Wellesley Street, East, Toronto, Ontario, M7A 2H7, (ten (10) copies if possible) by December 31, 1980.

Written comments will be made available for public inspection unless confidentiality is specifically requested.

DRAFT O.S.C. POLICY 3-47

"DISTRIBUTIONS": FROM ONTARIO OUT OF JURISDICTION;
INTO ONTARIO FROM OUT OF JURISDICTION

Background

From time to time the Commission has been requested to state whether it believed that an issuer, whose principal office is in Ontario and who proposes to distribute its securities to other than Ontario residents is required to also file a prospectus in Ontario under section 52 of The Securities Act, 1978 (the "Act"). The proposed distribution may be effected directly from Ontario or from Ontario through a non-resident underwriter or intermediary. For the purpose of this statement it is assumed that the relevant laws of the other jurisdiction are being complied with by all persons.

Under the Act "distribution" is now defined in two ways. Firstly, under section 1(1)11(i) a "distribution" includes "a trade in securities of an issuer that have not been previously issued". Secondly, the "distribution" from the issuer to an "underwriter", while exempted from the prospectus requirements under section 71(1)(r), is defined as a "distribution" on the sale by the "underwriter" in section 71(6). (Section 71(6) does not come into force until March 15th, 1981, but in the meantime the resale by the "underwriter" is a "distribution" by reason of section 1(1)11.v.). "Underwriter" is defined in section 1(1)43.

The Commission's position in the past may fairly have been described as ambivalent. At one point, in an unreported decision, it declared that a distribution to the public anywhere from Ontario required a prospectus, an appropriate exemption from the prospectus requirements, or an exempting order. On occasion, when requested, it has granted an exempting order.

The Commission is sensitive to the principle enunciated in Deacon v. Chadwick (1901) 1 O.L.R. 346 (Divisional Court for Ontario) in which it was stated, at 346:

"The Provinces of Manitoba and Ontario are independent provinces so far as the power to make laws in respect of the classes of subjects enumerated in section 92 of the British North America Act is concerned.... And to neither is any power given to pass laws having any operation outside its own territory and no tribunal established by either can extend its process beyond its own territory so as to subject either persons or property to its decisions".

However, the law is equally clear that a trade in the course of a distribution which originates in one jurisdiction and is concluded with a party in another jurisdiction will subject the party selling the securities to regulation in both the jurisdiction in which the trade originates and the jurisdiction into which the trade is made. (See Gregory & Co. Inc. v. The Quebec Securities Commission (1961) S.C.R. 584, 28 D.L.R. (2d) 721, and R. v. McKenzie Securities Ltd. et al (1966) W.W.R. 157, 56 D.L.R. (2d) 56 (Man. C.A.)). (The former involved trading from Quebec into the United States; the latter trading from Ontario into Manitoba).

Statement of Principle

The Commission, therefore, affirms its earlier position that a "distribution" or a "distribution to the public" originating in Ontario is conduct prohibited by section 52 of the Act in the absence of compliance with the prospectus requirements of Part XIV of the Act, the distribution being exempted by either sections 71 or 72 of the Act, or without obtaining an exempting order under section 73.

Applications for Exemptions

The Commission will give favourable consideration to granting an exempting order under section 73 where it is satisfied that the laws of the jurisdiction into which it is proposed that those securities be distributed are being fully complied with and that those securities will come fully to rest outside of the jurisdiction.

In this latter connection the Commission has been concerned for some time about the probability that unlawful distributions are taking place into Ontario from other jurisdictions. This is not a new concern. To meet it Ontario registrants, we are informed, who place orders for clients to purchase in another jurisdiction, some of a class of securities of that issuer where a distribution of the securities of that issuer is either about to begin, is in progress or has just concluded, seek written assurance that the securities delivered against the purchase order come from a "secondary" source, i.e., do not come directly from the issuer or a member of the selling group. The Commission has received information that, on occasion, the so-called "secondary" source has purchased the securities in the distribution in the expectation that they could be resold shortly thereafter in to the "secondary" market. In such a case, notwithstanding the written assurance, the seller would be an underwriter as defined in the Act and the sale to the Ontario resident an unlawful distribution into Ontario. The securities would have come to rest in Ontario. The interest of the Ontario purchaser might have been aroused by information given to him by the Ontario registrant or in some other fashion.

SUPPLEMENT "X-2" TO WEEKLY SUMMARY, WEEK ENDING
10TH OCTOBER, 1980.

NON-VOTING SECURITIES:

THE TORONTO STOCK EXCHANGE REQUEST FOR COMMENTS

It appears to have become an increasingly common corporate practice to re-organize a public company's capital structure so as to divide existing common shares into two classes of securities, one voting and, though fully participating, one non-voting. Following is a Discussion Paper prepared by The Toronto Stock Exchange and circulated as a Notice to Members which sets out in a clear fashion something of the background to current Exchange policy on non-voting securities as well as multiple voting or restricted voting shares and solicits comments from members and the public as part of an Exchange review of the continued appropriateness of that policy.

The Commission commends this initiative as it shares the Exchange's concerns about the area and encourages readers of the Weekly Summary to respond to the Exchange's request. It would be appreciated, and the Exchange has agreed, that those who submit comments in answer to the Discussion Paper provide a copy to:

The Secretary,
Ontario Securities Commission,
10 Wellesley Street East,
6th Floor,
Toronto, Ontario, M7A 2H7.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

It is intended that Commission staff will liaise with Exchange staff in the review of all submissions received to facilitate the development of the Commission's policy in this area.

THE TORONTO STOCK EXCHANGE

234 Bay Street
TORONTO, CANADA
M5J 1R1

NOTICE TO MEMBERS
NO. 3105
OCTOBER 2, 1980

DISCUSSION PAPER RE LISTING OF NON-VOTING MULTIPLE VOTING OR RESTRICTED VOTING COMMON SHARES

I. Introduction

In a partnership or closely-held corporation, investors normally enter into detailed agreements setting out their respective rights and responsibilities to each other and to the company. The agreement is specific to that company and its particular shareholders' requirements. In a public corporation, the full incidents of ownership have been generalized and reduced to a set of legal and factual interests in the enterprise. The legal rights are defined in corporate and securities legislation.

The availability of this general framework, given appropriate standards and protections, attracts investors without the costly bargaining which would accompany the formation of a company if each investor negotiated for his preferred terms and protections. As one of the fundamental institutions of an enterprise economy, the "standard form" provided by corporate and securities legislation for public companies/investors, facilitates investment on a portfolio basis and makes investment in equity securities feasible for persons of modest means. Its key function in this regard is to draw the rules as to what is acceptable for entrepreneurs, major shareholders, corporate management and their financial advisors.

Similarly, by providing a standardized facility for the purchase and sale of corporate securities and drawing the rules as to what securities are admitted to trade within it, the Exchange seeks to attract public participation in Canada's capital formation process. Since it is to the market that most public shareholders look, both for an appraisal of the expectations on their security and for their chance of realizing them, the Exchange can play a powerful role. The shareholders' various legal rights - of which voting is paramount - all effect and enter into this open market appraisal. Aggregated, interpreted by a public market and appraised on a security exchange, these rights have a concrete and measurable value upon which the corporate security system is largely based.

Recently, public attention has been focussed on listed companies placing voting restrictions on, or granting special voting privileges to, different classes of common shares. In response to these concerns, the Exchange is releasing this discussion memorandum which is intended to facilitate a more informed public discussion of the issues prior to a formal review of present policy.

II. Pressures for Change

Since 1926, the New York Stock Exchange has refused to authorize the listing of non-voting common stock or any non-voting stock, however designated, which by its terms is in effect a common stock. The New York Stock Exchange also refuses to list the common voting stock of a company which has outstanding a non-voting stock, however designated, which by its terms is in effect a common stock. Finally, the New York Stock Exchange may refuse to list any class of stock which has unusual voting provisions which tend to nullify or restrict its voting, or which is subject to unusual voting provisions of another class of stock having such effect.

Approximately 10 years ago, in response to pressure from state legislators, the American Stock Exchange adopted policies which, while less stringent than the New York Stock Exchange, prohibit the listing of common stocks which are non-voting or which have unduly restricted voting rights. In both instances, the U.S. exchanges have determined, as a matter of policy, to preserve the universality of voting privileges in order to ensure equal treatment of shareholders and to minimize confusion on the part of public investors.

The use of non-voting, multiple voting or restricted voting stock has also been examined from time to time by authorities responsible for administering corporate law in Canada as well as by the Exchange and securities administrators. For example, in 1976, the Exchange appeared before the Royal Commission on Corporate Concentration to review its policy, and those applicable in other jurisdictions, on the question of voting rights attached to listed shares. That Commission concluded that, so long as public companies are required to disclose the voting rights attached to particular classes of shares, the presence of non-voting or multiple voting stock is not a danger to the investing public.

In Ontario, this philosophical commitment has assumed increased significance since the proclamation of The Securities Act, 1978 (the "Act"). In a take-over, the Act requires that, subject to certain exemptions, the same offer must be made to all holders of a single class of shares. By splitting shares into voting and non-voting stock, the majority shareholders can avoid the intent of this provision and retain the full premium on their controlling block. Such practices are

contrary to the principle of equal rights for all shareholders which, as a matter of policy, the Exchange seeks to invoke.

In the face of these pressures and resultant adverse public commentary, the Exchange's listing requirements, which allow the listing of non-voting, multiple voting or restricted voting shares must be re-examined.

III. Current Exchange Policy

The Exchange's policy of listing non-voting shares was most recently reviewed when a significant number of companies commenced placing restrictions on voting shares. During 1967, in response to an action taken by a trust company which purported to restrict shareholders or their associates to voting no more than 10% of the shares of the company, the Board of Governors resolved that voting restrictions would not prevent a company's application to list shares on the Exchange. The view was that, given appropriate disclosure, the Exchange should not restrict issuers' ability to structure new share issues or deny investors the right of choice between different investment instruments. Additional background of the decision to list this company was the Board's feeling that the Exchange should not move to restrict that which was permitted by company law and related legislation unless some clearly inappropriate purpose was being served. In the particular instance, it was not felt justified for the Exchange to impede the ability of companies or legislators to restrict foreign ownership by way of limitation of voting and transfer rights on shares. Subsequently, legislation has sought to extend such restrictions to a number of Canadian industries.

The Exchange would welcome comments as to whether such restrictions are viewed as appropriate for securities traded through its facilities and, if so, whether there is adequate disclosure to prevent confusion of industry professionals and public shareholders regarding non-voting, multiple voting or restricted voting shares.

In a study recently released by the Exchange entitled "Nothing Ventured... Investing in Canada's Winners", it was observed that a barrier to entry for many junior industrial companies is the fact that public markets are unreceptive to new issues and therefore demand too "big a piece of the action" in return for small equity infusions. Given the levels of maturity and concentration of the Canadian economy, the Exchange would also appreciate public views as to whether the adoption of additional disclosure or other regulatory requirements would be construed as restrictive of access by junior companies to the equity market or, by engendering increased investor confidence, would facilitate junior equity financings.

IV. Request for Comments

Before developing a policy response to the issues raised by non-voting, multiple voting or restricted voting shares, the Exchange would welcome the benefit of member and public comment on questions raised above or related issues. If, for example, such comment reveals that current disclosure requirements do not adequately prevent confusion on the part of public investors, the Exchange might consider a separate classification of non-voting, multiple voting or restricted voting shares in the statistical information which it generates each day. Alternatively, listed companies and members of the Exchange might be encouraged to better inform investors of the particular voting attributes of an issuer's various classes of shares.

Should comments indicate a general view that such measures would prove inadequate, the Exchange may wish to consider adopting a policy of not listing non-voting shares, unless satisfied that such stock carries a genuine preference. Policies would also have to be considered concerning multiple voting and restricted voting shares and to deal with listed companies whose share capital structures are presently inconsistent with the terms of any such proposed policies.

Before undertaking such an exercise, the Exchange would appreciate the benefit of member and public comment concerning the extent of the problems posed by non-voting, multiple voting or restricted voting shares and whether disclosure mechanisms might adequately address such concerns.

Comments are welcomed until December 15, 1980 and should be addressed to:

Mr. E. J. Waitzer
Vice-President
Listings & Distributions Department
The Toronto Stock Exchange
Commerce Court East
P.O. Box 293
Toronto, Ontario
M5L 1H2

BY ORDER OF THE BOARD OF GOVERNORS

A. CURRIE
SECRETARY

ISSN 0030-3100
No. 40/80



Ontario

10 Wellesley Street East

Toronto, Ontario

M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 17TH OCTOBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I

LATE FILING: INSIDER REPORTS

SUPPLEMENT "X"

INTERIM O.S.C. POLICY 3-48
REQUEST FOR COMMENT
MANAGEMENT'S REPORT DISCLOSING
CONTINGENCIES IN FINANCIAL
STATEMENTS

- 2 A -

NOTICE I

LATE FILING: INSIDER REPORTS

Under section 102 of The Securities Act, 1978, insiders are required to file a report with the Commission within ten (10) days after the end of the month in which they become insiders and, as to any change, a further report within ten (10) days of the end of the month in which the change takes place. Section 137(1) of the Act states that where the Act requires material to be filed, the filing shall be effected by depositing the material, or causing it to be deposited, with the Commission.

The Commission's attention has been drawn to the practice of a number of insiders of mailing the insider reports on or about the tenth day with the result they are late in filing and the publication of the fact of the trading is delayed for a further month. The Commission reminds insiders that their obligation is to file the report within ten days. Having regard to the vagaries of the mail service the reports should be mailed earlier or the insider should seek some alternative method of filing the report with the Commission.

The Commission has instructed its Financial Disclosure and Insider Trading Branch to monitor late filings more closely with a view to recommending appropriate action.

CEASE TRADING ORDERS - THE SECURITIES ACT

BRO RESOURCES LTD.
MULTI-MINERALS LIMITED

The cease trading order dated 3rd October, 1980,
with respect to each company was continued
17th October, 1980, pending each company complying
with Part XVII of The Securities Act, 1978.

CHIBOUG COPPER CORPORATION LIMITED

Temporary cease trading order issued 16th October,
1980, for failure to make statutory filings.
Statutory hearing 30th October, 1980, at 10.00.a.m.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

IN THE MATTER OF A FEATURE LENGTH
MOTION PICTURE FILM ENTITLED
"THE LAST CHASE" AND ARGOSY FILMS INC.

Upon the application of Argosy Films Inc. ("Argosy") to the Ontario Securities Commission ("Commission") pursuant to Ss. 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting Argosy from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film entitled "The Last Chase" (the "Film");

And upon it appearing that:

1. Argosy was incorporated for the purpose of producing films, Argosy produced the Film and Argosy conveyed on closing to the Unitholders the property and rights allocated under the Unitholders' Agreement;
2. Pursuant to the Unitholders' Agreement, Argosy and The Morgan Trust Company (the "Trustee") were appointed as agents of the Unitholders to perform various functions in connection with the Film, its production and exploitation;
3. The Trustee, pursuant to the Unitholders' Agreement, shall receive and deal with all monies derived from the exploitation of the Film and ancillary rights until December 31, 1984, whereupon Argosy shall assume the duties of the Trustee; and
4. To grant the within order would not be prejudicial to the public interest;

The Commission ordered pursuant to Ss. 79(b)(iii) and 87(2)(b) of the Act that Argosy be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film provided that:

5. Argosy shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Ss. 76(1) and 78 of the Act;

6. Argosy shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Ss. 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs but said statements, excepting those statements also required in paragraph 5 above, need not be comparative;
7. Argosy shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Ss. 77 and 78 of the Act;
8. The financial statements of the Film required to be filed under S.77 of the Act shall be approved by the board of directors of Argosy and the approval shall be evidenced by the manual or facsimile signatures of two directors of Argosy duly authorized to signify the approval;
9. With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, Argosy shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular in accordance with Ss. 80(1) and 85(1) of the Act;
10. In any year where paragraph 9 does not apply, Argosy shall cause to be filed with the Commission an annual report in accordance with S.80(2) of the Act; and
11. Argosy, in accordance with S.74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed with the Commission a material change report.

CAMPEAU CORPORATION
AND ROYAL TRUSTCO LIMITED

Upon the application of Campeau Corporation ("Campeau") to the Ontario Securities Commission ("Commission") pursuant to clauses 99(e) and (f) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XIX of the Act;

And upon it appearing that:

1. Campeau is a corporation incorporated under the laws of Ontario and Royal Trustco Limited ("Royal Trustco") is a corporation incorporated under the laws of Canada;
2. Campeau offered on August 29, 1980, to purchase all the outstanding Class A and Class B Common Shares and all the outstanding Series A and Series B Preferred Shares not owned or controlled by nationals, citizens or residents of the United States of America (the "Shares") in the capital of Royal Trustco (the "Offer"); and
3. The Court of Appeal has endorsed the record in the action of Royal Trustco Limited et al v. Campeau Corporation et al based upon the Offer as follows:

"ENDORSEMENT"

The appeal in the action of Royal Trustco Limited et al v. Campeau Corporation et al is dismissed with costs payable by the plaintiffs to the defendants Campeau Corporation and Robert Campeau Holdings Inc. in any event of the cause.

In the application under the Canada Business Corporations Act it is ordered that Campeau Corporation send to all shareholders of Royal Trustco Limited forthwith, and in any event by October 3, 1980, an amending circular containing in substance the following:

With respect to the banking operations of the Company in the State of Florida, the Purchaser, if it acquires control of the Company, is considering a method of selling the Company's banking operations, subject to the approval of the appropriate regulatory authorities.

The Court of Appeal of Ontario has ruled that section 199 of the Canada Business Corporations Act respecting the acquisition of the shares of shareholders who have not accepted the offer is not available to the Purchaser. Paragraph 9 of the Offer to Purchase is therefore deleted.

Pursuant to s. 198(3) of the C.B.C.A. the time for withdrawal by shareholders who have deposited their shares pursuant to the Offer to Purchase prior to its expiry (at 4.30.p.m. Local Time October 2, 1980) is extended to and including October 14, 1980. Pursuant to s. 198(3) the Purchaser is not required prior to the 17th day of October, 1980, to take up and pay for any shares deposited, and the conditions in paragraph 5 of the Offer remain in full force and effect until that day. The amending circular shall state the substance of the provisions of this paragraph.

Costs previously reserved in the action for disposition by this Court are dealt with in the same manner as the disposition of costs above-stated. There will be no costs in this Court of the appeal in the application made under the Canada Business Corporations Act, nor of any proceedings in that application since the judgment of Montgomery, J. There will be no costs to or against the Ontario Securities Commission".

4. The decision of the Court of Appeal put Campeau in conflict with the requirements of the Act;

And upon reading the material filed and hearing counsel to Campeau and Royal Trustco and forming the opinion that it would not be prejudicial to the public interest to do so;

The Commission ordered pursuant to clauses 99(e) and (f) of the Act that Campeau be exempted, in part, from the requirements of Ss. 89 and 90 of the Act to the extent required to remove any conflict between the aforesaid decision of the Court of Appeal and the Act upon the following terms and conditions:

- (i) Campeau will issue a press release on or before 5.00.p.m. Eastern Daylight Saving Time, Saturday, October 4, 1980, stating the number of common shares, or the equivalent thereof, as determined under paragraph 5 of the Offer, which have been tendered under the Offer;
- (ii) If the number of common shares or their equivalent tendered under the Offer is fewer than 9,000,000 Campeau must also announce in the press release referred to in (i) whether it is waiving the condition set out in paragraph 5(a) of the Offer and, if it is waiving that condition, the minimum number of shares it is prepared to take up and pay for after the withdrawal period specified by the Court expires on Tuesday, October 14, 1980;
- (iii) If Campeau exercises the right of waiver referred to in (ii) above, in accordance with S.90(1) of the Act it shall send notice of variation to all of the Campeau shareholders who have deposited shares specifying the minimum number of shares it is willing to take up and pay for after the time for withdrawal expires on Tuesday, October 14, 1980, but for the purpose of S.89 of the Act the date of the Offer shall remain August 29, 1980;
- (iv) If Campeau reserves the right to accept less than the minimum number of shares remaining on deposit after October 14, 1980, and if it wishes to accept a lesser number of shares than those specified a further application to the Commission will be required.

COLONIAL OIL AND GAS LIMITED

Upon the application of Great Northern Financial Corporation ("Great Northern") to the Ontario Securities Commission ("Commission") for a ruling pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon being satisfied that to do so would not be prejudicial to the public interest;

The Commission ruled that the proposed distribution of a maximum of 666,667 common shares of Colonial Oil and Gas Limited ("Colonial") to the shareholders of Great Northern as a dividend in specie on the basis of four shares of Colonial for every ten shares of Great Northern is not subject to S.24 or S.52 of the Act provided that each shareholder of Great Northern who receives fifty thousand (50,000) or more shares of Colonial will not trade in any of the shares of Colonial he has so acquired without:

- (a) Complying with the requirements of a determination dated September 18, 1980, made by the Deputy Superintendent of Brokers of British Columbia pursuant to S.55 of The Securities Act of British Columbia,

and subject to the following conditions:

- (i) that each such shareholder shall file with the Commission at least seven days and not more than fourteen days prior to the commencement of the sale a Form 23 entitled "Notice of Intention to Distribute Securities and Accompanying Declaration Pursuant to Subsection 7 of Section 71 of the Act" executed by each such shareholder not more than twenty-four hours prior to its filing;

- (ii) that the Form 23 filed pursuant to paragraph (i) above shall be renewed and refiled at the end of sixty days from the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the shares specified in the original Form 23 have not been sold or until notice has been filed that the shares specified or any part thereof are no longer for sale;
- (iii) that no unusual effort shall be made to prepare the market or to create a demand for the shares to be sold and no extraordinary commission or other consideration shall be paid in respect of the sale; and
- (iv) that the sales shall be effected through the facilities of The Vancouver Stock Exchange and that each such shareholder shall provide and use his best efforts to cause Colonial to provide such information in respect of the sale as The Vancouver Stock Exchange may reasonably require.

DOMINION CITRUS AND DRUGS LTD.

Whereas:

- (1) the Ontario Securities Commission ("Commission") issued a ruling (the "Ruling") dated May 28, 1980, pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") with respect to the sale by Jack Roth of 6,000 Class B Special Shares of Dominion Citrus and Drugs Ltd. ("Dominion"); and
- (2) the Ruling provided that the sale by Jack Roth of those shares was not subject to S.52 of the Act provided the sale was effected through the facilities of The Toronto Stock Exchange (the "TSE"); and
- (3) Jack Roth has applied to the Commission for an amendment to the Ruling to permit those shares to be sold to certain persons without using the facilities of the TSE; and
- (4) the Commission is satisfied that to grant the requested amendment, subject to the following conditions, would not be prejudicial to the public interest;

The Commission ruled that the Ruling be and hereby is amended by deleting the words "subject to the condition that the sale is effected through the facilities of The TSE" and substituting therefor the following words:

"subject to the following conditions:

- (a) the sales are made in the amounts and to the persons identified in Schedule "A" hereto;
- (b) S.24 and S.52 of the Act apply to any sale by those persons specified in Schedule "A" hereto of any of the shares which are the subject of this ruling unless such sale is effected through the facilities of the TSE or the Commission rules pursuant to S.73 of the Act that S. 24 and S.52 of the Act do not apply".

SCHEDULE "A"

<u>Purchaser</u>	<u>Number of Shares</u>
Karen Soupcoff	1,000
Rochelle Soupcoff	1,000
Fern Soupcoff	1,000
Barbara Sternberg	1,500
Jeffrey Blidner	1,500

FISCAL INVESTMENTS LIMITED

Upon the application of Fiscal Investments Limited ("Fiscal") to the Ontario Securities Commission ("Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") exempting it, in part, from the requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Fiscal be and hereby is exempted from the requirements of Ss. 76(1) and 78 of the Act to file with the Commission and send to securityholders of Fiscal the interim financial statements to the end of the first and third quarters of each of the fiscal years of Fiscal provided that:

1. Fiscal shall file with the Commission and send to each of its securityholders, at the end of the first and third quarters of each of its fiscal years, as if pursuant to Ss. 76(1) and 78 of the Act, a letter in the form of a management discussion of the operations of Fiscal comprising:
 - (i) changes in aggregate gains or losses for each subsidiary from the same quarter of the preceding fiscal year and the immediately preceding quarter;
 - (ii) changes in expenses from the same quarter of the preceding fiscal year and the immediately preceding quarter;
 - (iii) changes in investment policy;
 - (iv) changes in the composition of investment portfolio;
 - (v) changes in interest rates affecting Fiscal;
 - (vi) manner of financing of new investments of Fiscal;

2. By a vote of the securityholders of Fiscal, taken at the next annual meeting of the securityholders, a majority shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three (3) days of the taking of the vote; and
3. This exemption shall terminate thirty (30) days after the occurrence of a material change in the affairs of Fiscal unless the Commission is satisfied that the exemption should continue.

HUDSON'S BAY COMPANY

Upon the application of Hudson's Bay Company ("Bay") to the Ontario Securities Commission ("Commission") pursuant to S.99(e) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XIX of the Act;

And upon it appearing that:

1. Bay is a corporation continued under the laws of Canada and is a reporting issuer;
2. Bay maintains its Senior Executive Share Purchase Plan (1979) (the "Plan") and proposes to purchase for cancellation, from time to time, on The Toronto Stock Exchange a number of its Ordinary Shares ("shares") to match the number of shares distributed pursuant to the Plan (the "Offer");
3. The estimated number of shares to be purchased by Bay each year shall be about 0.63% of the present total issued and outstanding shares;
4. To grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.99(e) of the Act that with respect to the Offer Bay be and hereby is exempted from the requirement to provide the information of Item 10 of Form 35 of the Regulations under the Act on condition that upon compliance with the requirements of

- (a) S.74(1) of the Act, Bay, for a period of at least twelve (12) days following an issuance of a press release made pursuant to S.74(1) of the Act; and
- (b) Ss. 74(3) and (4) of the Act, for a period of at least five (5) days following the time when the confidential material change is generally disclosed in the manner referred to in S.74(1) of the Act or, where applicable, a decision has been rejected by the board of directors of the Bay as contemplated by S.74(4) of the Act

shall not take up or pay for any shares tendered pursuant to the Offer.

KRAFT, INC.
AND DART INDUSTRIES INC.

Upon the application of Dart & Kraft, Inc. ("DKI") to the Ontario Securities Commission ("Commission") pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for a ruling that the intended conversion of shares of Kraft, Inc. ("Kraft") and shares of Dart Industries Inc. ("Dart") into shares of DKI is not subject to S.24 or S.52 of the Act;

And upon it appearing that:

1. Kraft, Dart and DKI are corporations incorporated under the laws of Delaware; and
2. Pursuant to a Plan and Agreement of Reorganization, Kraft and Dart will become wholly owned subsidiaries of DKI and all outstanding shares of Kraft and all outstanding shares of Dart will be converted into shares of DKI;

And upon the Commission being satisfied that to do so would not be prejudicial to the public interest;

The Commission ordered pursuant to S.73 of the Act that the conversion of shares of Kraft and shares of Dart into shares of DKI is not subject to S.24 or S.52 of the Act.

IN THE MATTER OF A FEATURE LENGTH
MOTION PICTURE FILM ENTITLED "MELANIE",
MELANIE PRODUCTIONS INC. AND SIMCOM LIMITED

Upon the application of Melanie Productions Inc. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Ss. 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film entitled "Melanie" (the "Film");

And upon it appearing that:

1. The Issuer was incorporated for the purpose of producing the Film and shall convey on closing to the Unitholders the property and rights allocated under the Unitholders' Agreement;
2. Pursuant to the Unitholders' Agreement the obligations thereunder of the Issuer shall be fulfilled to a great extent shortly after the completion of the Film;
3. Pursuant to the Unitholders' Agreement, Simcom Limited ("Simcom") and its affiliated company, Simcom International Inc., shall be appointed as Unitholders' Representative with responsibility over all aspects of the commercial exploitation of the Film;
4. Guardian Trust Company (the "Trustee"), pursuant to the Unitholders' Agreement, shall receive and deal with all monies derived from the commercial exploitation of the Film until 1985 whereupon the Issuer shall assume the duties of the Trustee; and
5. To grant the within order would not be prejudicial to the public interest;

The Commission ordered, pursuant to Ss. 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film provided that:

- (a) The Issuer, as soon as possible after completion of the Film (which completion shall be no later than December 31, 1981) and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of a certification of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unit-holders of the Film;
- (b) The Issuer and Simcom shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Ss. 76(1) and 78 of the Act but this requirement shall not commence until June 30, 1981;
- (c) The Issuer and Simcom shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Ss. 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs but said statements, excepting those statements also required in paragraph (b) above, need not be comparative;
- (d) The Issuer and Simcom shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Ss. 77 and 78 of the Act but this requirement shall only commence with the fiscal year of the Film ending in 1981;

- (e) The Issuer shall cause to be sent to all Unitholders of the Film audited annual financial statements of the Issuer and Simcom;
- (f) With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, the Issuer and Simcom shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular in accordance with Ss. 80(1) and 85(1) of the Act;
- (g) In any year where paragraph (f) does not apply, the Issuer shall cause to be filed with the Commission an annual report in accordance with S. 80(2) of the Act; and
- (h) The Issuer and Simcom, in accordance with S.74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed with the Commission a material change report and the Issuer shall comply with the requirements of S.74 of the Act as if it were a reporting issuer.

RED PINE CAMP INC.

Upon the application of Red Pine Camp Inc. ("Red Pine") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to order such exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for granting this order;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Red Pine be and hereby is exempted from the requirements of S.76(1) of the Act provided that:

1. By a vote of the securityholders of Red Pine taken at the next annual meeting of the securityholders, a majority shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three (3) days of the taking of the vote; and
2. This exemption shall terminate thirty (30) days after the occurrence of a material change in the affairs of Red Pine unless the Commission is satisfied that the exemption should continue.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

WRITTEN REASONS

- (1) 99139 CANADA INC.
ATCO LTD. AND
CALGARY POWER LTD.

- (2) ROYAL TRUSTCO LIMITED AND
CAMPEAU CORPORATION

The Commission advises that Reasons have issued with respect to the above-noted matters and will be published in the October (ATCO) and November (ROYAL TRUSTCO/CAMPEAU) editions of the Monthly Bulletin. A copy of each is available for inspection in the Public Search Area of the Commission offices, 7th floor, 10 Wellesley Street East, Toronto, M7A 2H7.

PROSPECTUSES

DOFASCO INC.

Final receipt issued October 10, 1980 for a prospectus dated October 9, 1980 qualifying for sale \$60,000,000 13½% unsecured and redeemable sinking fund debentures at 99.50 plus accrued interest if any from November 4, 1980.

Underwriters: Dominion Securities Limited
A. E. Ames & Co. Limited
Greenshields Incorporated

GODERICH ELEVATORS LIMITED

A final receipt dated October 15, 1980 was issued for a prospectus dated October 14, 1980 filed by Goderich Elevators Limited pursuant to the provisions of Section 52(2) of The Securities Act, 1978, S.O. 1978, c.47, as amended.

IRVCO RESOURCES LTD.

Receipt issued October 10, 1980 for final prospectus dated October 7, 1980, qualifying 1,400,000 units consisting of one common share and one share purchase warrant. To be offered at \$2.50 per unit to net the company \$3,255,000.

Underwriter: Midland Doherty Limited

REICHOLD LIMITED

Final receipt issued October 16, 1980 for a prospectus dated October 15, 1980 qualifying for sale 2,000,000 10½% cumulative redeemable first preference shares, Series B at a price of \$10 per share. Net proceeds to the company will be \$19,050,000 after issue expenses.

Underwriters: Dominion Securities Limited
Wood Gundy Limited

ROYNAT LTD.

A preliminary prospectus submitted to the Commission by RoyNat Ltd. relating to an issue of secured notes Series AG has been withdrawn by the company.

SIDEWINDER EXPLORATIONS INC.

Final receipt issued October 9, 1980 for prospectus dated October 1, 1980 qualifying for sale in Ontario 2,000,000 common shares at a price of 50¢ per share. Proceeds to the company are \$500,000. There will also be a secondary offering of 900,000 common shares by the underwriters and certain selling shareholders, none of the proceeds of which will accrue to the company.

Underwriters: Rosmar Corporation Limited
Norwich Investments Limited
Durham Securities Corporation Limited

WIMBERLEY RESOURCES LTD.

Final receipt dated October 10, 1980 issued for prospectus dated September 16, 1980 qualifying 1,800,000 common shares (without par value) and 1,800,000 share purchase warrants of Wimberley Resources Ltd. for distribution. The common shares and the share purchase warrants are offered in unit form each unit comprising one common share and one share purchase warrant. The price per unit is \$0.65. The offering, if sold, will raise \$1,170,000, net \$1,050,000 to Wimberley Resources Ltd. after underwriting discount but before expenses including proceeds from the sale of 50,000 units payable as commission to the underwriters and a pro rata share (approximately \$31,500) of other expenses of the issue estimated at \$35,000.

The final receipt is one also qualifying a secondary offering by selling shareholders of up to 202,000 issued and outstanding common shares of Wimberley Resources Ltd. for distribution. No part of the proceeds of this secondary offering will accrue to Wimberley Resources Ltd. and no part of the common shares comprising the secondary offering will be sold until all underwritten units have been sold.

Underwriters: Davidson Partners Limited
Osler, Wills Bickel Limited

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

OCTOBER 14th, 1980

BARYMIN EXPLORATIONS LIMITED

OFFERING * % REDEEMABLE DEBENTURES, SERIES A ACCOMPANIED
BY SHARE PURCHASE WARRANTS. THESE WILL BE OFFERED IN
UNITS AT A PRICE OF \$1,000 PER UNIT.

UNDERWRITER: McCONNELL & COMPANY LIMITED

INVERNESS PETROLEUM LTD.

NATIONAL ISSUE-ALBERTA

OFFERING * UNITS, EACH UNIT CONSISTING OF * COMMON SHARES
AND * SHARE PURCHASE WARRANT TO PURCHASE * COMMON SHARES.
PRICE: \$ * PER UNIT.

UNDERWRITER: McLEOD YOUNG WEIR LIMITED

PETROCO OF TEXAS, INC.

NATIONAL ISSUE-ALBERTA

OFFERING * COMMON SHARES AT THE PRICE OF \$ * PER SHARE.

UNDERWRITER: WALWYN STODGELL COCHRAN MURRAY LIMITED

OCTOBER 10th, 1980

GULF CANADA LIMITED

NATIONAL ISSUE-ONTARIO

OFFERING * % DEBENTURES (UNSECURED AND REDEEMABLE) AT
A PRICE OF \$ * PER DEBENTURE.

UNDERWRITERS: WOOD GUNDY LIMITED

DOMINION SECURITIES LIMITED

McLEOD YOUNG WEIR LIMITED

OCTOBER 15th, 1980

"IF YOU COULD SEE WHAT I HEAR"

(THE TOM SULLIVAN STORY)

NATIONAL ISSUE-ONTARIO

OFFERING A MAXIMUM OF 560 UNITS AT THE PRICE OF \$10,000
PER UNIT.

OFFERED THROUGH REGISTERED DEALERS IN ONTARIO.

OCTOBER 16th, 1980

LEHNDORFF CANADIAN PROPERTIES NATIONAL ISSUE-ONTARIO

OFFERING A MAXIMUM OF 750,000 LIMITED PARTNERSHIP UNITS
AND A MINIMUM OF 250,000 LIMITED PARTNERSHIP UNITS AT
THE PRICE OF \$20 PER UNIT, WITH A MINIMUM SUBSCRIPTION
OF 250 UNITS.

AGENTS: PITFIELD MACKAY ROSS LIMITED
DOMINION SECURITIES LIMITED
RICHARDSON SECURITIES OF CANADA
MOLSON, ROUSSEAU & CIE LIMITÉE

AMENDMENT RECEIVED

OCTOBER 14th, 1980

SEVEN ARTS - 1980

AMENDMENT #1 DATED OCTOBER 9th, 1980 TO PROSPECTUS DATED
AUGUST 25th, 1980.

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ACKLANDS LIMITED	E E
ALBANY OIL & GAS LIMITED	A B
ALCAN ALUMINUM LIMITED	E
ALLARCO DEVELOPMENTS LTD.	E E
ALUMINUM COMPANY OF CANADA LTD.	E
ARJON GOLD MINES LIMITED	C
ASAMERA OIL CORPORATION LTD.	E
ASSOCIATED PORCUPINES MINES LIMITED	E E
ASSOCIATED RECREATION CORP.	A B
ASTRAL BELLEVUE PATHE LIMITED	E
ATCO LTD.	D E E E
ATLAS YELLOWKNIFE RESOURCES LIMITED	E
B B C REALTY INVESTORS	E
B.C. SUGAR REFINERY LIMITED	E
BAKERTALC INC.	E E
BANK OF BRITISH COLUMBIA	E E
BANKENO MINES LIMITED	B
BECKERS' MILK CO. LTD.	B
BIG LONG LAC GOLD MINING COMPANY LIMITED	C
BORDER CHEMICAL COMPANY LIMITED	E
BOW VALLEY INDUSTRIES LTD.	F
BRASCAN LIMITED	E
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	F E
BROULAN REEF MINES LIMITED	E E
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CALVERT-DALE ESTATES LIMITED	E
CAMPEAU CORPORATION	E
CANADA SOUTHERN PETROLEUMS LTD.	E A
CANADA TRUSTCO MORTGAGE COMPANY, THE	E
CANADIAN CABLESYSTEMS LIMITED	E
CAROLIN MINES LTD.	E
CELANESE CANADA INC.	E
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CLAVOS PORCUPINE MINES LIMITED	C
COMMERCIAL FINANCE CORPORATION LIMITED	E
COMSTOCK KENO MINES LTD.	C
CONIAGAS MINES, LIMITED	E E F
CONSOLIDATED DURHAM MINES AND RESOURCES LIMITED	F
CONTINENTAL GROUP INC., THE	E
DOME PETROLEUM LIMITED	E E E
DOMSEC AMERICAN INVESTMENT ACCOUNT LIMITED	C
EASTERN PROVINCIAL AIRWAYS LIMITED	E

EQUITRUST MORTGAGE & SAVINGS COMPANY	C
ETHYL CORPORATION	E
EXTENDICARE LTD.	E E
FORD MOTOR COMPANY OF CANADA LTD.	E
GATEFORD MINES LIMITED	C
GENERAL AMERICAN OIL COMPANY OF TEXAS	B E A
GLENCAIR MINING COMPANY LIMITED	E
GOLDEN BRIAR MINES LIMITED	E
GOWGANDA SILVER MINES LIMITED	C
GREAT NORTHERN FINANCIAL CORPORATION	E
GULF CANADA LIMITED	E E
H.C.I. HOLDINGS LIMITED	E E
HARLEQUIN ENTERPRISES LIMITED	E
HIGHLAND QUEEN SPORTSWEAR LIMITED	C
IMASCO LIMITED	E E
IMPERIAL OIL LIMITED	E
INTERNORTH INC.	C
JONES-HEWARD FUND LTD.	A B
KAPS TRANSPORT LTD.	E
LEHNDORFF CORPORATION	C
LEISURE WORLD NURSING HOMES LTD.	A B
LOST RIVER MINING CORP. LTD.	C
MASSEY-FERGUSON LIMITED	E E E E E E
MERIDIAN CONCEPTS LTD.	C
MID-EAST DEVELOPMENTS LIMITED	E
MILNER CONSOLIDATED SILVER MINES LTD.	E
MOBIL CORPORATION	E
MONARCH WEAR LTD.	C
NEW BEDFORD RESOURCES & DEVELOPMENTS LIMITED	C
NORDAIR LTD.	E
NORTHGATE EXPLORATION LIMITED	E
NU-WEST GROUP LIMITED	E E E
OKANAGAN HELICOPTERS LTD.	C
OPAWICA EXPLORATIONS INC.	E E
PAN CENTRAL EXPLORATIONS LIMITED	C
PATINO, N.V.	E
PELANGIO-LARDER MINES LIMITED	E
PENNINGTON'S STORES LIMITED	C
PETROFINA INC.	E
PORTFIELD PETROLEUMS LIMITED	E
PROFLEX LIMITED	C
PROVIGO INC.	E
Q BROADCASTING LTD.	E
Q.M.G. HOLDINGS INC.	E E
QUEBEC EXPLORERS CORPORATION LTD.	E
REED PAPER LTD.	E E
RUSSEL HUGH INC.	E E
SCEPTRE RESOURCES LIMITED	E
SCOTT'S RESTAURANTS CO. LIMITED	E
SCURRY-RAINBOW OILS LIMITED	E E
SEAWAY BASE METALS LIMITED	C
SEAWAY MULTI-CORP. LIMITED	E
SENIORITY INVESTMENTS LIMITED	C
SHELL CANADA LIMITED	E E
SHEPHERD PRODUCTS LIMITED	E E
SIGMA MINES (QUEBEC) LIMITED	E
SKYE RESOURCES LTD.	E
SLATER STEEL INDUSTRIES LIMITED	E

STANDARD TRUST COMPANY	E E
STANFORD MINES LIMITED	B
STERISYSTEMS LTD.	F E
SULPETRO LIMITED	E
SUNBURST EXPLORATION LIMITED	A B C
SUNCOR INC.	E
TELEDYNE CANADA LIMITED	E
TEXACO CANADA INC.	E E
TORONTO-DOMINION BANK	E E
TRANS-CANADA RESOURCES LTD.	E
TRANSCANADA PIPELINES LIMITED	E E
TRECO INC.	E
TRIMAC LIMITED	E
TUNDRA GOLD MINES LIMITED	E
UNICORP FINANCIAL CORPORATION	E E E
UNIVERSITY SCHOLARSHIPS OF CANADA	A E
VEDRON LIMITED	E
VESTGRON MINES LIMITED	C
WAINOCO OIL CORPORATION	E E E E
WATERFORD APARTMENTS LIMITED	C
WEST MACANDA RESOURCES LIMITED	C
WESTMILLS CARPETS LIMITED	E
WILSHIRE OIL COMPANY OF TEXAS	E
WINDFALL OILS & MINES LIMITED	E
YORK LAMBTON INC.	C
ZAPATA CORPORATION	E
ZELLER'S LIMITED	E
BRENBAR MINES LIMITED	C
CANADAIR LIMITED	E
CANADIAN FOREST PRODUCTS LTD.	E
CANADIAN INSTITUTE OF PUBLIC REAL ESTATE COMPANIES	E
CANREIT INVESTORS LIMITED	C
CARENA BANCORP HOLDINGS INC.	A B
CARNEGIE MINING CORPORATION LIMITED	E
HECATE GOLD CORP.	A B
HOME OIL COMPANY LIMITED	E
HUDSON'S BAY COMPANY ACCEPTANCE LIMITED	C
INCA RESOURCES INC.	C
JAMEX EXPLORATIONS LIMITED	C
KANDAHAR RESOURCES LIMITED	E
MIDEPSA INDUSTRIES LIMITED	B
PENN ENERGY CORPORATION	E
PHILIPS DATA SYSTEMS LTD.	E
RENABIE MINES LIMITED	E
SEEK RESOURCES LTD.	E
SILVER EUREKA CORPORATION	C
TANDY CORPORATION	E
TOTAL EASTERN EXPLORATION LTD.	E
UNITED FORTUNE CHANNEL MINES	B

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 7, 1980	International Petroleum Ltd.	Milner Consolidated Silver Mines Limited - Common Shares	.25	510,000 shrs
Oct. 9, 1980	John D. Cathers	Photographic Sciences Corporation Common Shares	9.08	12,500 "
July 25, 1980	R. Campbell Todd	Larder Resources Inc. - Promissory Note due December 31, 1980	100,000.00 \$	100,000.00
July 25, 1980	Florian Yandel, Jr. M.D.	"	200,000.00	200,000.00
Oct. 3, 1980	Anglo Estates Limited	The Coniagas Mines Limited - Common Shares	2.15	50,000 shrs
Oct. 3, 1980	Beverley Chodikoff	"	2.15	50,000 "
Oct. 3, 1980	Eboo N.V.	"	2.15	100,000 "
Oct. 3, 1980	Gustav Schickendanz Limited	"	2.15	50,000 "
Oct. 3, 1980	Unicorporated Association consisting of Messrs J.R. Baker, G. Love, J.H. Morlock and Dr. E.B. Shouldice	"	2.15	50,000 "
Oct. 3, 1980	Irish Drilling Limited	"	2.15	50,000 "
Oct. 3, 1980	1980 Trust #2	"	2.15	50,000 "
Oct. 3, 1980	Ensign Insurance Services & Analysis Limited	"	2.15	50,000 "
Oct. 3, 1980	Claudine Pope	"	2.15	50,000 "
Aug. 29, 1980	Brascan Limited	First Canadian Investments Limited - Senior Preference Shares	100.00	50,787 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1980	Nanticoke Ltd.	Associated Porcupine Mines Limited - Common Shares	\$ 5.30	20,000 shrs
Sep. 30, 1980	A Syndicate	"	5.30	30,000 "
Sep. 30, 1980	R. B. Stapells	1980 ENR Partnership - Units	5,000.00	1 unit
Sep. 30, 1980	Dr. M. M. Fisher	"	5,000.00	1 "
Sep. 30, 1980	Garry E. Degeer	"	5,000.00	1 "
Sep. 30, 1980	John Bernardi	"	5,000.00	2 units
Sep. 30, 1980	R.G. Crompton Enterprises Limited	"	5,000.00	1 unit
Sep. 30, 1980	R.W. Moody	"	5,000.00	1 "
Sep. 30, 1980	Richard I. Sutton	"	5,000.00	1 "
Sep. 30, 1980	John R. Latimer	"	5,000.00	1 "
Sep. 30, 1980	Florence J. Swinden	"	5,000.00	1 "
Sep. 30, 1980	Robert S. Tebbutt	"	5,000.00	1 "
Sep. 30, 1980	Laura Ilene Jibb	"	5,000.00	1 "
Sep. 30, 1980	Cane Consolidated Enterprises Limited	"	5,000.00	1 "
Sep. 30, 1980	The Hudson Bay Mines Limited	"	5,000.00	1 "
Sep. 30, 1980	Zetta R. Greer	"	5,000.00	1 "
Sep. 30, 1980	Hugh C. Grant	"	5,000.00	1 "
Sep. 30, 1980	Claude Ball	"	5,000.00	1 "
Sep. 30, 1980	Dr. J.R. Brookfield	"	5,000.00	1 "
Sep. 30, 1980	Ross M. Elliott	"	5,000.00	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1980	M.W. Cooper	1980 ENR Partnership - Units	\$ 5,000.00	2 units
Sep. 30, 1980	D. Perrin	"	5,000.00	1 unit
Sep. 30, 1980	A.B. Spencer	"	5,000.00	1 "
Sep. 30, 1980	William S. Eplett	"	5,000.00	5 units
Sep. 30, 1980	Rameh Investment Trust	"	5,000.00	1 unit
Sep. 26, 1980	North American Life Assurance Company	Mapleleaf Capital Corporation Common Class "A" Shares	10.00	50,000 shrs
Sep. 26, 1980	Air Canada as Trustee for Air Canada Pension Trust Fund	"	10.00	100,000 "
Sep. 26, 1980	Pension Fund Society of The Royal Bank of Canada	"	10.00	100,000 "
Sep. 26, 1980	Northern Telecom Pension Trust Fund	"	10.00	100,000 "
Sep. 12, 1980		"Happy Birthday To Me" - 3% Undivided Interest	105,000.00	\$ 105,000.00
Oct. 1, 1980	Garry Newcomen	Lava Cap Resources Ltd. - Common Shares	8.32	43,333 shrs

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 18, 1980- Oct. 2, 1980	July 19, 1979	Lourose Holdings Limited	Dynamar Energy Limited - Common Shares	\$ 4.80	11,700 shrs
Oct. 8, 1980	Nov. 15, 1974	Confederation Life Insurance Company	Simpsons-Sears Acceptance Co. Ltd. - Secured Debentures Series "M"	171,020.00	\$ 200,000.00

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES (Continued)

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 1, 1980 Oct. 7, 1980	Sep. 12, 1979	White Syndicate	Pennant Resources Limited - Common Shares	\$ 2.35 to 2.58	25,000 shrs
May 9, 1980- May 14, 1980	Dec. 8, 1970	Investors Mutual of Canada Ltd.	Norcen Energy Resources Ltd. - Common Shares	30.875 to 32.00	10,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Doonaree Holdings Limited	Jorex Limited - Common Shares	250,000 shares

INTERIM O.S.C. POLICY NO. 3-48

REQUEST FOR COMMENT

MANAGEMENT'S REPORT DISCLOSING CONTINGENCIES IN
FINANCIAL STATEMENTS

Background

The auditing standards required or recommended by The Canadian Institute of Chartered Accountants as of November 1, 1980, will no longer require auditors, when satisfied that the accounting for and disclosure of contingencies in the financial statements is otherwise in accordance with generally accepted accounting principles, to draw attention to contingencies that may affect the financial position of a company being reported upon by expressing a reservation of opinion in the auditor's report accompanying the financial statements.

Interim Policy

In view of the reliance that the readers of financial statements audited by Canadian accountants have come to place on the presence or absence of such reservations of opinion in the past the Commission, during an interim period within which it proposes reviewing this development insofar as audited financial statements required to be filed under The Securities Act, 1978, has determined that where there are contingencies that would affect the financial position of the issuer reported upon effective November 1, 1980, and until further notice, there shall be included on or immediately adjacent to the page on which the auditor's report appears Management's Report on such contingencies in the form set out below.

Form of Report

MANAGEMENT'S REPORT ON FINANCIAL STATEMENTS

TO SHAREHOLDERS

Because of a change in the auditing standards required or recommended by The Canadian Institute of Chartered Accountants, the company's auditors are no longer required to draw attention to contingencies affecting the company by expressing a reservation of opinion in their report. These contingencies are fully discussed in Note * to the financial statements and you are specifically requested to refer to the information contained in that (those) note(s) when reviewing the financial statements to which this report relates.

DATED at * this * day of * , 19 * .

(Title)

Request for Comments

This is an interim measure. The Commission requests comments from interested parties on the interim step taken to resolve the problem, including other alternatives designed to highlight such contingencies for the reader. These comments should be sent to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7, by December 31, 1980.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

ISSN 0030-3100
No. 41/80



10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 24TH OCTOBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I

ONTARIO SECURITIES COMMISSION
PERSONNEL

SUPPLEMENT "C"

ADDENDUM I TO ONTARIO POLICY 3-36,
APPLICATIONS FOR EXEMPTION FROM
PREPARATION AND MAILING OF:

- (1) INTERIM FINANCIAL STATEMENTS
- (2) ANNUAL FINANCIAL STATEMENTS
AND PROXY SOLICITATION MATERIAL

Please insert this page in your
policy manual.

NOTICE I

ONTARIO SECURITIES COMMISSION PERSONNEL

THE STAFF

The Commission is pleased to announce that Paul G. Findlay is now on contract with the Commission, presently with the Enforcement Branch. Paul is a lawyer, called to the Bar in 1979 and since that time has been associated with the law firm of Borden & Elliot, practicing corporate and commercial law. He will be with the Commission for a year to fifteen months starting October 15, 1980.

The Commission appreciates the continuing interest of the legal profession in this type of program.

CEASE TRADING ORDERS - THE SECURITIES ACT

ACTION TRADERS INC.

Upon the consent of Action Traders Inc. ("Action") pending an announcement regarding corporate developments and the release of up-dated financial statements, the Ontario Securities Commission, on 20th October, 1980, continued the cease trading order of 6th October, 1980, regarding the securities of Action.

BEETZ EXPLORATIONS LIMITED
ST. LUCIE EXPLORATION COMPANY LIMITED

Temporary cease trading order issued 22nd October, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 5th November, 1980, at 10.00.a.m.

FRONTIER ACCEPTANCE CORPORATION LIMITED

The cease trading order dated 7th October, 1980, was continued 21st October, 1980, pending the company complying with Part XVII of The Securities Act, 1978.

GATEFORD MINES LIMITED

The cease trading order dated 5th July, 1979, and continued 19th July, 1979, was rescinded 23rd October, 1980, the company being now up-to-date with its filings.

SASKURAN EXPLORATIONS INC.

The cease trading order dated 2nd June, 1980, and continued 16th June, 1980, was rescinded 24th October, 1980, the company being now up-to-date with its filings.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

COMMONWEALTH HOLIDAY INNS OF CANADA LIMITED

Upon the application of Commonwealth Holiday Inns of Canada Limited ("Commonwealth") to the Ontario Securities Commission ("Commission") pursuant to S.82 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order deeming it to have ceased to be a reporting issuer;

And whereas Commonwealth now has less than fifteen (15) securityholders and the Commission is satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.82 of the Act that Commonwealth be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen (15) securityholders whose latest addresses as shown on the books of Commonwealth are in Ontario.

HOME HARDWARE STORES LIMITED

Upon the application by Home Hardware Stores Limited ("Home") under S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") to the Ontario Securities Commission ("Commission") for a ruling that the issue of Building Loan Notes by Home to its dealers is not subject to S.24 or S.52 of the Act, the Commission ruled that the issue of Building Loan Notes by Home to its dealers is not subject to S.24 or S.52 of the Act subject to the following conditions:

1. No person or company acquiring Building Loan Notes pursuant to this ruling shall dispose of all or any part thereof except to Home or with the prior written consent of the Commission; and
2. Home shall provide a copy of this ruling to each of its dealers drawing their attention specifically to the provisions of condition No. 1.

IN THE MATTER OF THREE FEATURE LENGTH
MOTION PICTURE FILMS ENTITLED
"GAS", "THE FRIGHT" AND "COMICS"

Upon the application of Filmplan International Inc. ("Filmplan") to the Ontario Securities Commission ("Commission") pursuant to Ss. 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Parts XVII and XVIII of the Act with respect to an offering of units of ownership in three feature length motion picture films entitled "Gas", "The Fright" and "Comics" (collectively the "Films");

And upon it appearing that:

1. Filmplan was incorporated for the purpose of producing films, Filmplan will produce the Films, and Filmplan will convey on closing to the Unitholders the property and rights to the Films allocated under the Unitholders' Agreement;
2. Pursuant to the Unitholders' Agreement, Filmplan and Guardian Trust Company (the "Trustee") will be appointed as agents of the Unitholders to perform various functions in connection with the Films, their production and exploitation;
3. The Trustee, pursuant to the Unitholders' Agreement, shall receive and deal with all monies derived from the exploitation of the Films and ancillary rights until December 31, 1984, whereupon Filmplan shall assume the duties of the Trustee; and
4. To grant the within order would not be prejudicial to the public interest;

The Commission ordered, pursuant to Ss. 79(b)(iii) and 87(2)(b) of the Act, that Filmplan be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Films, provided that:

1. Filmplan, as soon as possible after completion of each Film (which completion shall be no later than December 31, 1981), and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of a certification of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unitholders of the Films;
2. Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films semi-annual interim financial statements of the Films in accordance with Ss. 76(1) and 78 of the Act;
3. Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films interim financial statements of the Films in accordance with Ss. 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs but said statements, excepting those statements also required in paragraph 2 above, need not be comparative;
4. Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films audited annual financial statements of the Films in accordance with Ss. 77 and 78 of the Act;
5. The financial statements of the Films required to be filed under S.77 of the Act shall be approved by the board of directors of Filmplan and the approval shall be evidenced by the manual or facsimile signatures of two directors of Filmplan duly authorized to signify the approval;
6. With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films an information circular in accordance with Ss. 80(1) and 85(1) of the Act;

7. In any year where paragraph 6 does not apply, Filmplan shall cause to be filed with the Commission an annual report in accordance with S. 80(2) of the Act;
8. Filmplan shall cause to be sent to all Unitholders of the Films audited annual financial statements of Filmplan in accordance with Ss. 77 and 78 of the Act; and
9. Filmplan, in accordance with S. 74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Films or Filmplan and shall cause to be filed with the Commission a material change report.

NU-WEST GROUP LIMITED

Upon the application of Chesley J. McConnell ("McConnell") under S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") to the Ontario Securities Commission ("Commission") for a ruling that the proposed sale of up to 300,000 Class "B" convertible common shares with no par value (the "Shares") of Nu-West Group Limited ("Nu-West") is not subject to S.52 of the Act, the Commission ruled that the sale by McConnell of up to 300,000 Shares of Nu-West shall not be subject to S.52 of the Act on the following conditions:

1. That as of the date of the commencement of the sale by McConnell, Nu-West shall not be in default of any requirement of the Act or the regulations thereunder and that the sale shall cease forthwith if, prior to its conclusion, any default shall occur;
2. That McConnell shall file, in duplicate, with the Commission and with The Toronto Stock Exchange at least seven days and not more than fourteen days prior to the commencement of the sale a Form 23 entitled "Notice of Intention to Distribute Securities and Accompanying Declaration Pursuant to Subsection 7 of Section 71 of the Act" executed by McConnell not more than twenty-four hours prior to its filing;

3. That the Form 23 filed pursuant to paragraph 2 above shall be renewed and refiled at the end of sixty days from the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the maximum of 300,000 Shares of Nu-West specified in the original Form 23 have not been sold or until notice has been filed that the Shares as specified or any part thereof are no longer for sale;
4. That McConnell shall file within three days after completion of any trade of any of the Shares as specified in the original Form 23 a report of the trade in the form prescribed under Part XX;
5. That no unusual effort shall be made to prepare the market or to create a demand for the Shares to be sold and no extraordinary commission or other consideration shall be paid in respect of the sale; and
6. That the sale shall be effected through the facilities of The Toronto Stock Exchange and in accordance with its orderly marketing requirements and McConnell shall provide and use his best efforts to cause Nu-West to provide such information in respect to the sale as The Toronto Stock Exchange may reasonably require.

BP CANADA INC.

Upon the application of BP Canada Inc. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of its insiders from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of its subsidiaries and affiliates, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

- The British Petroleum Company Limited
- BP Canadian Holdings Limited
- BP Oil Limited
- BP Exploration Canada Limited
- BP Minerals Limited
- BP Trading Limited

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those subsidiaries and affiliates listed in paragraph (c) above and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

NEWFOUNDLAND LIGHT & POWER CO. LIMITED

Upon the application on behalf of Newfoundland Light & Power Co. Limited (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), the Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of S.102 of the Act with respect to the acquisition of securities of the Issuer through the Issuer's Dividend Reinvestment Plan and/or Stock Dividend Plan (the "Plans") provided that:

1. Each such insider shall file by January 31 of each year pursuant to S.102 of the Act an insider report disclosing therein any increase in the holding of such insider of securities acquired by way of the Plans during the twelve month period ending December 31 preceding such date; and
2. That each such insider shall file insider reports in accordance with Part XX of the Act with respect to all other transactions involving securities of the Issuer not otherwise exempted.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

RIGHTS OFFERINGS

BANK OF BRITISH COLUMBIA

Material relating to a rights offering of the Bank of British Columbia, whereby shareholders may subscribe for additional shares of the capital stock of the Bank at \$32.50 per share on the basis of one new share for each six shares held on the record date, has been received by and is acceptable to the Commission.

Subscription Agent: The Canada Trust Company

STANDARD BRANDS INCORPORATED

Material relating to the company's dividend re-investment plan and stock purchase plan has been received and is acceptable to the Commission.

STATEMENT OF MATERIAL FACTS

NSR RESOURCES INC.

The Agent will offer, on behalf of the company, 1,000,000 treasury shares by means of a fixed-price offering on the floor of The Toronto Stock Exchange to net the company \$850,000 after the Agent's commission.

Agent: Merit Investment Corporation

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Berkeley Mines Limited	Merrill Lynch Pierce, Fenner & Smith Incorporated	Russell Bordeaux	3
"	George Porretto and Margaret Porretto	Paine, Webber, Jackson & Curis Incorporated	2
"	Sherson Hayden Stone Inc.	Shearson Loeb Rhoades Inc.	39
Consolidated Panther Mines Limited	The Estate of G. H. Rainville	Gilbert Securities Limited	200
Initiative Exploration Inc.	The Estate of G. H. Rainville	Gilbert Securities Limited	58

MARMAC RESOURCES LIMITED

Receipt issued October 22, 1980 for a prospectus dated October 20, 1980 qualifying for sale in Ontario 350,000 common shares (without par value) at \$0.80 per share to net the company \$0.40 per share. There will also be a secondary offering of 120,350 common shares the proceeds of which will not accrue to the company.

Underwriter: Marchment & Mackay Limited

NAHANNI MINES LIMITED

Final receipt issued October 23, 1980 for prospectus dated October 10, 1980 offering 500 Units at \$4,000 per Unit. Each Unit consists of (a) Series A warrant entitling the bearer to purchase 3,000 common shares at \$1.10 per share until November 30, 1981, (b) a Series B warrant entitling the bearer to purchase 2,000 common shares at \$1.50 per share until November 30, 1983 and (c) 700 12% non-cumulative redeemable non-voting preferred shares, Series A with a par value of \$5.00 each.

The Units are to be sold on a best efforts basis by registered securities dealers.

NOVA, AN ALBERTA CORPORATION

The preliminary prospectus dated August 8, 1980 has been withdrawn at the request of the company.

OFFSET OIL & GAS RESOURCES LTD.

Final receipt issued October 21, 1980 for prospectus dated October 16, 1981 qualifying for sale in Ontario 1,400,000 common shares at 50¢ per share to net the company 25¢ per share. There will also be a secondary offering of 470,000 shares none of the proceeds of which will accrue to the company.

Underwriters: Durham Securities Corporation Limited
Norwich Investments Limited
Rosmar Corporation Limited

ROYAL TRUST "E" FUND

Receipt issued October 22, 1980 for prospectus dated October 16, 1980 qualifying mutual fund units of The Royal Trust "E" Fund at net capital value for sale in Ontario.

PROSPECTUSES

ALADIN MINERALS LIMITED

Receipt issued October 17, 1980 for final prospectus dated October 14, 1980 qualifying 375,000 common shares (without par value) to be offered to the public at 40¢ per share to net the corporation \$75,000.

There is also a secondary offering of 100,000 common shares (without par value), the proceeds from which will not accrue to the corporation.

Underwriter: J. Appleby Securities Limited

CAPITAL GROWTH FUND LIMITED

Final receipt issued October 17, 1980 for a prospectus dated September 13, 1980, qualifying Class "A" mutual fund shares for sale at net asset value plus sales commission.

Distributor: Walwyn Stodgell Cochran Murray Limited

GENSTAR LIMITED

Final receipt dated October 17, 1980 for prospectus dated October 17, 1980 qualifying for sale 2,000,000 common shares of which 1,000,000 shares are being offered initially in Canada at a price of \$42.25 and 1,000,000 shares are being offered initially in the United States at a price of US \$36.25. The proceeds to the corporation on the total offering are \$80,716,920 before expenses of issue.

Underwriters in Canada: Wood Gundy Limited
Pitfield Mackay Ross Limited
Dominion Securities Limited
Greenshields Incorporated

Underwriters in the United States: Lehman Brother Kuhn
Loeh Incorporated
Merrill Lynch, Pierce, Fenner
& Smith Incorporated

JONES HEWARD FUND LTD.

Final receipt issued October 22, 1980 for prospectus dated October 20, 1980 offering mutual fund shares at net asset value.

Distributor: Jones Heward & Company Ltd.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUS RECEIVED

OCTOBER 17th, 1980

UNIVERSAL EXPLORATIONS 80-81 PROGRAM NAT'L. ISSUE-ALBERTA
OFFERING A MAXIMUM OF 600 LIMITED PARTNERSHIP UNITS AT A
PRICE OF \$10,000 PER UNIT.
AGENT: WOOD GUNDY LIMITED

OCTOBER 20th, 1980

LAKESIDE APARTMENTS - PHASE II NATIONAL ISSUE-ONTARIO
OFFERING 150 UNITS AT A PRICE OF \$18,000 PER UNIT.
AGENT: RICHARDSON SECURITIES OF CANADA

PARADISE PLAZA LIMITED PARTNERSHIP NAT'L. ISSUE-MANITOBA
OFFERING 3,000 LIMITED PARTNERSHIP UNITS AT THE PRICE OF
\$20,000 FOR 20 UNITS.
AGENT: PEMBERTON SECURITIES LIMITED

OCTOBER 21st, 1980

ROXY PETROLEUM LTD. NATIONAL ISSUE-ALBERTA
OFFERING * COMMON SHARES (WITHOUT NOMINAL OR PAR VALUE)
AT A PRICE OF \$ * PER SHARE.
UNDERWRITERS: WOOD GUNDY LIMITED
PETERS & CO. LIMITED

"THRESHOLD" NATIONAL ISSUE-ONTARIO
OFFERING 1,140 FILM UNITS OF UNDIVIDED INTEREST AT A
PRICE OF \$5,000 PER FILM UNIT.
AGENT: A. E. AMES & CO. LIMITED

OCTOBER 24th, 1980

"BELLS" and "UTILITIES"
and

ROBERT COOPER PRODUCTIONS INC. NATIONAL ISSUE-ONTARIO
OFFERING 1,160 UNITS, EACH UNIT BEING COMPRISED OF
UNDIVIDED OWNERSHIP INTERESTS IN TWO FEATURE LENGTH
MOTION PICTURES TENTATIVELY ENTITLED "BELLS" AND
"UTILITIES" AND 1,500 COMMON SHARES OF ROBERT COOPER
PRODUCTIONS INC. FOR A SUBSCRIPTION PRICE OF \$11,500
PER UNIT.
AGENT: WALWYN STODGELL COCHRAN MURRAY LIMITED

AMENDMENT RECEIVED

OCTOBER 20th, 1980

TRIMAC LIMITED
AMENDMENT #1 DATED OCTOBER 20th, 1980 TO PROSPECTUS
DATED OCTOBER 7th, 1980.

OCTOBER 23rd, 1980

CALGARY POWER LTD.
AMENDMENT #1 DATED OCTOBER 22, 1980 TO PROSPECTUS
DATED SEPTEMBER 12, 1980.

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

3460 KEELE ST. APARTMENTS LTD.	C
ABITIBI-PRICE INC.	E
ACADEMY EXPLORATION LIMITED	C
ALCAN ALUMINUM LIMITED	E F
AMCAN INDUSTRIES CORPORATION	C F
AME LIMITED	E
AMERICAN QUASAR PETROLEUM CO.	E E
ARGOSY MINING CORPORATION LIMITED	E E
ASAMERA OIL CORPORATION LTD.	E F
ATCO LTD.	E E
ATLANTIC RICHFIELD COMPANY	E
AVCO FINANCIAL SERVICES CANADA LIMITED	C
BAKERTALC INC.	C E
BANK OF BRITISH COLUMBIA	E E
BLAKE RESOURCES LTD.	E E
BOMBARDIER INC.	E
BRINCO LIMITED	F
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E E
BRITISH PETROLEUM COMPANY LIMITED	E
C. M. & S. MINES INC.	A B
CAMINDEX MINES LIMITED	A B E
CAMPEAU CORPORATION	E E E
CANADA CEMENT LAFARGE LTD.	E E
CANADA DEVELOPMENT CORPORATION	E
CANADA PACKERS INC.	C
CANADEx MINING CORPORATION LIMITED	E
CANADIAN CABLESYSTEMS LIMITED	E
CANADIAN CURTISS-WRIGHT LIMITED	E
CANADIAN OCCIDENTAL PETROLEUM LTD.	F E
CANADIAN PACIFIC LIMITED	E
CANADIAN TRUSTEED INCOME FUND	A
CARD LAKE COPPER MINES LIMITED	A B
CARMA DEVELOPERS LTD.	E E
CLAREVIEW GARDENS APARTMENT PROJECT	C
CME RESOURCES INC.	E
COLUMBIA GAS SYSTEM INC., THE	E
COMMERCIAL OIL AND GAS LTD.	E
COMTECH GROUP INTERNATIONAL LIMITED	A B
CONSOLIDATED COMPUTER INC.	C

CONSOLIDATED LOUANNA GOLD MINES LTD.	E
CONSOLIDATED REACTOR URANIUM MINES LTD.	A B C
COSEKA RESOURCES LIMITED	E
COURVAN MINING COMPANY LIMITED	E
DAON DEVELOPMENT CORPORATION	E E
DE HAVILLAND AIRCRAFT OF CANADA, LIMITED, THE	A B
DENISON MINES LTD.	E C E
DERLAK RED LAKE GOLD MINES, LIMITED	C
DOME PETROLEUM LIMITED	E
DOMINION BRIDGE COMPANY LIMITED	E E
DOMINION TEXTILE INC.	E
DOMTAR INC.	E
DOW CHEMICAL COMPANY, THE	C
DUNCAN GOLD RESOURCES INC.	E E
DUNDEE-PALLISER RESOURCES INC.	B E
EAGLE ROCK IRON MINES LIMITED	A
EASTERN PROVINCIAL AIRWAYS LIMITED	E
ETHYL CORPORATION	E E
EXTENDICARE LTD.	E
FIDELITY TREND FUND INC.	C
FINNING TRACTOR & EQUIPMENT COMPANY LIMITED	E
FIRST CITY FINANCIAL CORPORATION LTD.	E E
FIRST CITY TRUST COMPANY	B
FIRST HELLO	E
FORD MOTOR COMPANY OF CANADA LTD.	E
FRUEHAUF CANADA INC.	E
GENERAL AMERICAN OIL COMPANY OF TEXAS	E E
GENERAL AMERICAN PROPERTIES INC.	F
GENSTAR LIMITED	E
GERMAN HOUSE TORONTO INC.	A E
GETTY OIL COMPANY	E
GOLDALE INVESTMENTS LIMITED	E
GOLDEN HARKER EXPLORATIONS LIMITED	C
GOLDHURST RESOURCES INC.	E
GOWGANDA SILVER MINES LIMITED	E
GRAND BAY EXPLORATIONS LIMITED	C
GREAT NORTHERN FINANCIAL CORPORATION	E
GULF & WESTERN INDUSTRIES, INC.	E
GULF CANADA LIMITED	E E
GULFSTREAM RESOURCES CANADA LIMITED	A B C
HANSON MINES LIMITED	C
HARDEE FARMS INTERNATIONAL LIMITED	E
HEADWAY CORPORATION LIMITED	E E E
HOLLINGER ARGUS LIMITED	E
HUDSON'S BAY COMPANY	C
HUGHES TOOL COMPANY	E E
HUMLIN RED LAKE MINES LIMITED	C
INCO LIMITED	E
INEXCO OIL COMPANY	E E E E
INLAND NATURAL GAS CO. LTD.	E
INVEST FUND INC.	A
KAISER RESOURCES LTD.	E E E E E
KAM-KOTIA MINES LIMITED	E
KAMLO GOLD MINES LIMITED	B
LACANA MINING CORPORATION	E

LAKE ONTARIO CEMENT LIMITED	E
LAURENTIDE FINANCIAL CORPORATION LTD.	C
LAVA CAP RESOURCES LTD.	E
LEASE-RITE CORPORATION INC.	C
LEHNDORFF CORPORATION	E
LEISURE WORLD NURSING HOMES LTD.	E
LOCHIEL EXPLORATION LTD.	E
M & M PORCUPINE GOLD MINES LIMITED	C
MADELEINE MINES LTD.	E
MAGELLAN PETROLEUM CORPORATION	A
MASSEY-FERGUSON LIMITED	E E E E E E E E
MCDONALD'S CORPORATION	E
MERGED MINING ENTERPRISES LIMITED	C
MERIDIAN CONCEPTS LTD.	E
MESA PETROLEUM	E
MICC INVESTMENTS LIMITED	E
MISTANGO RIVER MINES LIMITED	A
MITEL CORPORATION	E E E
MONENCO LIMITED	E
MOORE CORPORATION LIMITED	E
MOUNT PLEASANT MINES LTD.	C E
MUSCOCHO EXPLORATIONS LIMITED	E
N B COOK CORPORATION LTD.	E E
NEWCREST DEVELOPMENTS LIMITED	E
NOLAN LAKE EXPLORATIONS INC.	F
NOMA INDUSTRIES LIMITED	E
NORBASKA MINES LIMITED	F
NORTHERN TELECOM LIMITED	E
NOWSCO WELL SERVICE LTD.	E
NU-WEST GROUP LIMITED	E E E E E E E
O.G.R. SERVICE CORPORATION	C
OCEANUS INDUSTRIES (BAHAMAS) LIMITED	C
OKANAGAN HELICOPTERS LTD.	C
OLD CANADA INVESTMENT CORPORATION LIMITED	C
PAMOUR PORCUPINE MINES LIMITED	E E
PELANGIO-LARDER MINES LIMITED	B
PENNINGTON'S STORES LIMITED	E
PETROFLO PETROLEUM CORPORATION	A
POCO PETROLEUMS LTD.	C
PRICE COMPANY LIMITED, THE	E
PROVIGO INC.	C
PUBLIC STORAGE CANADIAN PROPERTIES	C
QUAKER OATS COMPANY, THE	E
QUEBEC EXPLORERS CORPORATION LTD.	E
RANGER OIL LIMITED	E
REDPATH INDUSTRIES LIMITED	E
REED PAPER LTD.	E
RESOURCE SERVICE GROUP LTD.	E
RILEY'S DATASHARE INTERNATIONAL LTD.	A B
RIVERSIDE YARKS LIMITED	C
ROLLAND INC.	E
ROYAL TRUSTCO LIMITED	E
RUSSEL HUGH INC.	E E E
SUSKURAN EXPLORATIONS INC.	A B
SAVINGS AND INVESTMENT AMERICAN FUND LTD.	A
SAVINGS AND INVESTMENT CORPORATION MUTUAL FUND OF CANADA LTD.	A
SCEPTRE RESOURCES LIMITED	E E

SCINTREX LIMITED	E
SCOTT PAPER LIMITED	E
SEAWARD RESOURCES LTD.	E
SEEL MORTGAGE INVESTMENT CORPORATION	E
SILVANA MINES INC.	E
SILVER PACK MINES LIMITED	B
SIMPSONS-SEARS LIMITED	E E
SPANEX RESOURCES LIMITED	C
SPRUCE FALLS POWER AND PAPER COMPANY, LIMITED	C
ST. LUCIE EXPLORATION COMPANY LIMITED	C
STANDARD BROADCASTING CORPORATION LIMITED	E F
STANDARD TRUST COMPANY	E E E
STEINBERG INC.	A E
STELCO INC.	E
STUART HOUSE INTERNATIONAL LIMITED	E E
SUPERPACK CORPORATION LIMITED	C
SWANSEA GOLD MINES INC.	A C
TEXACO CANADA INC.	E E
TEXASGULF INC.	E E
THOMSON NEWSPAPERS LIMITED	E
TOTAL PETROLEUM (NORTH AMERICA) LTD.	F
TRANS-WESTERN EXPLORATION, INC.	E E
TRANSCANADA PIPELINES LIMITED	E E
TRIMAC LIMITED	F
TRU-WALL GROUP LIMITED	E F
TURBO RESOURCES LIMITED	E E E
UNICORP FINANCIAL CORPORATION	E
UNION CARBIDE CANADA LIMITED	E
UNITED CANSO OIL & GAS LTD.	E
UTILITIES & FUNDING CORPORATION LIMITED	C
VAN derHOUT ASSOCIATES LIMITED	E
VICTORIA WOOD DEVELOPMENT CORPORATION INC.	C
VILLAGER SHOE SHOPPES (CANADA) LTD., THE	A B
WAINOCO OIL CORPORATION	E E
WAJAX LIMITED	E
WALKER, HIRAM-GOODERHAM & WORTS LIMITED	E
WESTCOAST PETROLEUM LTD.	E
WESTERN MINES LIMITED	E E
WESTINGHOUSE CANADA LIMITED	C
WILSHIRE OIL COMPANY OF TEXAS	E
WIN-ELDRICH MINES LIMITED	B
WINSTON CHURCHILL INVESTMENTS	C
WOODSREEF MINERALS LTD.	C
WOODWARD STORES LIMITED	C
YOUNG-DAVIDSON MINES LIMITED	C
BBC-RI SERVICES LTD.	C
CANADIAN CO-OPERATIVE CREDIT SOCIETY LIMITED	C
GENERAL TELEPHONE & ELECTRONICS CORPORATION	E
GULL LAKE ENERGY RESOURCES LTD.	A
HUMBER READY-MIX CONCRETE LIMITED	F
INTERNATIONAL PAPER COMPANY	E
LOGTUNG RESOURCES LTD.	C
LONDON LIFE INSURANCE COMPANY	E
MANUFACTURERS HANOVER LEASING CANADA LTD.	C
MISSION FINANCIAL CORPORATION	C
M R R M INC.	C
Q. C. EXPLORATIONS LIMITED	C
SIMPSONS ACCEPTANCE COMPANY LIMITED	C

STANDARD TRUSTCO LIMITED
 (Offeror)
STANDARD TRUST COMPANY
 (Offeree)
TANDY CORPORATION

D
E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 2, 1980		The Mercantile Bank of Canada - Variable Rate Debenture due October 4, 1995	\$12,000,000.00	\$12,000,000.00
Oct. 10, 1980	Dr. Wm. Hanley	Manor San Tropez - Units	44,333.33	6 units
Oct. 10, 1980	Dr. Robert Lewandawski	"	44,333.33	3 "
Oct. 10, 1980	Dr. Peter J. Hirsch	"	44,333.33	3 "
Oct. 10, 1980	Dr. Andrew Debrececi	"	44,333.33	3 "
Oct. 10, 1980	Dr. Donald G. Peat	"	44,333.33	3 "
Oct. 10, 1980	Dr. J. Ray Buncic	"	44,333.33	3 "
Oct. 10, 1980	Dr. Eric Anderson	"	44,333.33	6 "
Oct. 10, 1980	Dr. John Kelly Stapleton	"	44,333.33	3 "
Oct. 10, 1980	Dr. Walter Sorokolit	"	44,333.33	6 "
Oct. 10, 1980	Dr. David S. Barnes	"	44,333.33	3 "
Oct. 10, 1980	Dr. Ann Latour	"	44,333.33	3 "
Oct. 10, 1980	Dr. Norman Assad	"	44,333.33	6 "
Oct. 10, 1980	Dr. Kieran MacCon	"	44,333.33	6 "
Oct. 10, 1980	Dr. Wm. McMullen	"	44,333.33	3 "
Oct. 10, 1980	Dr. Shigeru Sugiyana	"	44,333.33	3 "
Oct. 10, 1980	Dr. David Evan	"	44,333.33	3 "
Aug. 20, 1980	John G. Saffrance	Que West Resources Ltd. - Common Shares	1.00	50,000 shrs
Aug. 26, 1980	Alastair Stevenson	"	1.00	50,000 "
Aug. 26, 1980	Harpar Properties Limited	"	1.00	50,000 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Aug. 20, 1980	Frederick W. Thompson	Que West Resources Ltd. - Common Shares	\$ 1.00	50,000 shrs
Aug. 20, 1980	Candym Enterprises Limited	"	1.00	50,000 "
Sep. 22, 1980	Bayford Investments Limited	Citadel Gold Mines Inc. - Common Shares	1.75	57,000 "
Sep. 22, 1980	Ray Hugo	"	1.75	57,000 "
Sep. 22, 1980	Six Mile Resources Limited	"	1.75	97,000 "
Sep. 22, 1980	George Oughtred	"	1.75	57,000 "
Sep. 22, 1980	Canarim Investment Corp. Ltd.	"	1.75	57,000 "
Oct. 1, 1980		Globe Realty Limited - Common Shares	100.00	22,328 "
Oct. 1, 1980		"	100.00	8,346 "
Oct. 15, 1980	J.P.S. MacKenzie Limited	Valentine Browne - Units	5,000.00	1 unit
Oct. 15, 1980	BZ Investments Limited	"	5,000.00	1 "
Oct. 15, 1980	Donald M. Ross	"	5,000.00	1 "
Oct. 15, 1980	John A. Frise	"	5,000.00	1 "
Oct. 15, 1980	Lawrence A. Brenzel	"	5,000.00	1 "
Oct. 15, 1980	Ethel McLellan	"	5,000.00	1 "
Oct. 15, 1980	Harold F. Jones	"	5,000.00	1 "
Oct. 15, 1980	Ronald W. Cairns	"	5,000.00	1 "
Oct. 15, 1980	Donbarn Investments Limited	"	5,000.00	1 "
Oct. 15, 1980	James R. Connacher	"	5,000.00	1 "
Oct. 15, 1980	Lois K. MacKenzie	"	5,000.00	1 "
Oct. 15, 1980	Honourable Jack Austin, Q.C.	"	5,000.00	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 6, 1980	453356 Ontario Inc.	Mandarin Mines Limited - Common Shares with one year option to Purchase Additional 200,000 shares	\$ 1.00	100,000 shrs
Oct. 3, 1980	Northgate Exploration Limited	Norbaska Mines Limited - Common Shares	.55	400,000 "
Oct. 3, 1980	Ruth J. Simsovic	Marshall Boston Iron Mines Ltd. Common Shares with Options	.20	54,000 " 40,500 options
Oct. 3, 1980	Ruth M. Reid	"	.20	54,000 shrs 40,500 options
Oct. 3, 1980	Richard McKenzie	"	.20	24,500 shrs 18,375 options
Oct. 3, 1980	Marni Schurman	"	.20	25,000 shrs 18,750 options
Oct. 3, 1980	George McKenzie	"	.20	150,000 shrs 112,500 options
Oct. 3, 1980	Jean Lawrence	"	.20	150,000 shrs 112,500 options
Oct. 3, 1980	G.W. Hedican	"	.20	20,000 shrs 15,000 options
Oct. 3, 1980	R.J. Marshall	"	.20	7,500 shrs 5,625 options
Oct. 3, 1980	C.L. Marshall	"	.20	15,000 shrs 11,250 options
Oct. 15, 1980	John Clark Symmes	Heritage Square Partnership - Limited Partnership Units	10,000.00	10 units
Oct. 15, 1980	Edward Gilbert	"	10,000.00	10 units
Oct. 15, 1980	Allan Taube	"	10,000.00	10 "
Oct. 15, 1980	Leonard Goldberg	"	10,000.00	10 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 15, 1980	Louis Reznick	Heritage Square Partnership - Limited Partnership Units	\$ 10,000.00	10 units
Oct. 15, 1980	Peter Irving Fried	"	10,000.00	10 "
Oct. 15, 1980	Paul Klein	"	10,000.00	10 "
Oct. 15, 1980	Agnes Klein	"	10,000.00	10 "
Oct. 15, 1980	Jack Abramson	"	10,000.00	10 "
Oct. 15, 1980	Max Peters	"	10,000.00	10 "
Oct. 15, 1980	Michael Vincent Hazledine	"	10,000.00	10 "
Oct. 15, 1980	Abraham Shedletzky	"	10,000.00	10 "
Oct. 15, 1980	Sheldon Herzig	"	10,000.00	10 "
Oct. 15, 1980	Garry Moddel	"	10,000.00	10 "
Oct. 15, 1980	Albert Resnick	"	10,000.00	10 "
Oct. 15, 1980	Sol Layton	"	10,000.00	10 "
Oct. 15, 1980	Philip Seon	"	10,000.00	10 "
Oct. 15, 1980	Barry Sheldon Sutton	"	10,000.00	10 "
Oct. 15, 1980	Paul Forster Saunders	"	10,000.00	10 "
Oct. 15, 1980	Leo Frank Pygiel	"	10,000.00	10 "
Oct. 15, 1980	Michael Lloyd Galper	"	10,000.00	10 "
Oct. 15, 1980	Barry Joseph Cash	"	10,000.00	10 "
Oct. 15, 1980	Michael Bederman	"	10,000.00	10 "
Oct. 15, 1980	Jeremy Hall	"	10,000.00	10 "
Oct. 15, 1980	Ronald Davies	"	10,000.00	10 "
Oct. 15, 1980	Bernard Levinson	"	10,000.00	10 "
Oct. 15, 1980	Elmer James Biggar	"	10,000.00	10 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

Transaction Date	Purchaser	Security	Price	Amount
Oct. 15, 1980	Morris Malach	Heritage Square Partnership - Limited Partnership Units	\$ 10,000.00	10 units
Oct. 15, 1980	Mario Mainelli	"	10,000.00	10 "
Oct. 15, 1980	Murray Lieberman	"	10,000.00	10 "
Oct. 15, 1980	Arthur Schooley	"	10,000.00	10 "
Oct. 15, 1980	Brenda Abramson	"	10,000.00	10 "
Oct. 15, 1980	Donald Bierstock	"	10,000.00	10 "
Oct. 15, 1980	Eli Gutstadt	"	10,000.00	10 "
Oct. 15, 1980	Arisma Breau	"	10,000.00	10 "
Oct. 15, 1980	Bennett Franklin Shostack	"	10,000.00	10 "
Oct. 15, 1980	Andrew Tynio	"	10,000.00	10 "
Oct. 15, 1980	Ernest Rovet	"	10,000.00	10 "
Oct. 15, 1980	William Francis Harrison Polley	"	10,000.00	10 "
Oct. 15, 1980	John Joseph Burchal	"	10,000.00	10 "
Oct. 15, 1980	John Rossall Sandford	"	10,000.00	10 "
Oct. 7, 1980		TransCanada Pipelines Limited Cumulative Redeemable Retractable First Preferred Shares Series "C"	50.00	100,000 shrs
Oct. 15, 1980		The Royal Bank of Canada - Floating Rate Debentures due November 15, 1990	75,000,000.00	\$75,000,000.00
Oct. 10, 1980	91572 Canada Ltd.	Winston Churchill Town Homes - Units	63,000.00	2 units
Oct. 10, 1980	J. F. Grandy	"	63,000.00	3 "
Oct. 10, 1980	J. Gilbert Van Allen	"	63,000.00	2 "
Oct. 10, 1980	Simon Reisman	"	63,000.00	2 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 10, 1980	Constance A. Reisman	Winston Churchill Town Homes - Units	\$ 63,000.00	4 units
Oct. 10, 1980	W. D. Tucker	"	63,000.00	4 "
Oct. 10, 1980	91495 Canada Ltd.	"	63,000.00	2 "
Oct. 10, 1980	George House	"	63,000.00	2 "
Oct. 10, 1980	Robert J. Laughton	"	63,000.00	2 "
Oct. 10, 1980	Gordon F. Henderson	"	63,000.00	2 "
Oct. 10, 1980	Nemar Limited	"	63,000.00	3 "
Oct. 10, 1980	Newfie Holdings Inc.	"	63,000.00	4 "
Oct. 10, 1980	Richard Martin	"	63,000.00	3 "
Oct. 10, 1980	Dr. L.J. Doubek	"	63,000.00	8 "
Oct. 10, 1980	H. H. Gilbert	"	63,000.00	3 "
Oct. 10, 1980	G. P. Taylor	"	63,000.00	2 "
Oct. 10, 1980	Gordon Bub	"	63,000.00	3 "
Oct. 10, 1980	K. P. Alexander	"	63,000.00	2 "
Oct. 10, 1980	K. Ambachtsheer	"	63,000.00	2 "
Oct. 10, 1980	C. A. Jones	"	63,000.00	2 "
Oct. 10, 1980	James J. Duggan	"	63,000.00	2 "
Oct. 10, 1980	Bryan G. Smith	"	63,000.00	2 "
Oct. 10, 1980	Michael C.J. Cowpland	"	63,000.00	12 "
Oct. 7, 1980	F.E. McConnell	Silverado Winegrowers Ltd. - Limited Partnership Units	1,000.00	30 "
Oct. 7, 1980	Derek Ruston	"	1,000.00	30 "
Oct. 7, 1980	William Graham	"	1,000.00	30 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 7, 1980	Bob Jull	Silverado Winegrowers Ltd. - Limited Partnership Units	\$ 1,000.00	30 Units
Oct. 7, 1980	Watson W. Evans	"	1,000.00	30 "
Oct. 7, 1980	David Allan	"	1,000.00	30 "
Oct. 7, 1980	David Jolley in Trust	"	1,000.00	30 "
Oct. 7, 1980	Todd Edgar	"	1,000.00	30 "
Oct. 7, 1980	Nilo J. Fabbro	"	1,000.00	30 "
Oct. 7, 1980	Peter M. Walter	"	1,000.00	30 "
Oct. 7, 1980	Derek Ruston	Atlas Mountain Winegrowers Ltd. - Limited Partnership Units	500.00	50 "
Oct. 7, 1980	Norman May	"	500.00	50 "
Oct. 7, 1980	Ross Kennedy	"	500.00	50 "
Oct. 7, 1980	Bob Jull	"	500.00	50 "
Oct. 7, 1980	John O. Lally	"	500.00	50 "
Oct. 7, 1980	Frank Jackman	"	500.00	50 "
Oct. 7, 1980	Ralph Selby	"	500.00	50 "
Oct. 7, 1980	R J. Acheson	"	500.00	50 "
Oct. 7, 1980	Anthony Holmes	"	500.00	50 "
Oct. 7, 1980	Peter Barnard	"	500.00	50 "
Oct. 9, 1980	The Dannelle Group	Syntronics Music Corporation - Limited Partnership Units	50,000.00	3 "
Oct. 9, 1980	Pamela DaCamara-Massiah	"	50,000.00	1 Unit
Oct. 9, 1980	Gary Douglas	"	50,000.00	1 "
Oct. 9, 1980	The Farrington Group	"	50,000.00	3 Units
Oct. 9, 1980	Hartley Garfield	"	50,000.00	1 Unit
Oct. 9, 1980	Elliott Grad	"	50,000.00	1 "
Oct. 9, 1980	Irving Isreal Glass	"	50,000.00	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 9, 1980	Robert Grossman	Syntronics Music Corporation - Limited Partnership Units	\$ 50,000.00	1 Unit
Oct. 9, 1980	Hazelcom Corporation	"	50,000.00	4 Units
Oct. 9, 1980	Anthony Charles Ho	"	50,000.00	1 Unit
Oct. 9, 1980	Neville James Hodson-Walker	"	50,000.00	1 "
Oct. 9, 1980	Richard Cecil Holgate	"	50,000.00	1 "
Oct. 9, 1980	William Joseph Kilmartin	"	50,000.00	1 "
Oct. 9, 1980	Robert Kosnik	"	50,000.00	1 "
Oct. 9, 1980	John Leong	"	50,000.00	1 "
Oct. 9, 1980	Abraham William Lieberman	"	50,000.00	1 "
Oct. 9, 1980	Anthony Damian Lopes	"	50,000.00	1 "
Oct. 9, 1980	Karl Massiah	"	50,000.00	1 "
Oct. 9, 1980	Dennis Oldham	"	50,000.00	1 "
Oct. 9, 1980	Richdale Homes Limited	"	50,000.00	1 "
Oct. 9, 1980	Sesom Developments Limited	"	50,000.00	2 Units
Oct. 9, 1980	John Robert Tallett	"	50,000.00	1 Unit

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 6, 1980	January 26, 1979	Dr. E. Joanne Briggs	Pennant Resources Limited - Common Shares	\$ 2.37	13,600 Shares
Oct. 14, 1980	Sept. 12, 1979	Jane Elizabeth Campbell	"	3.00	10,000 Shares

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
96267 Canada Limited	First Calgary Petroleum Ltd. - Common Shares	49,378 Shares
Crowborough Investments Limited	Spar Aerospace Limited - Common Shares	20,000 Shares

(130 K)

ADDENDUM I TO
ONTARIO POLICY 3-36

APPLICATIONS FOR EXEMPTION FROM
PREPARATION AND MAILING OF:

- (1) INTERIM FINANCIAL STATEMENTS
 - (2) ANNUAL FINANCIAL STATEMENTS AND
PROXY SOLICITATION MATERIAL
-

The Commission is of the opinion that, as financial statements are for the benefit of the securityholders of a reporting issuer, such persons should be given an opportunity to approve or disapprove of an exemption granted by the Commission pertaining to distribution of those statements. Therefore, in appropriate cases, the Commission will condition an order exempting the reporting issuer from the requirement to distribute interim statements on the approval thereof by a majority of securityholders at the next annual meeting. The Commission is to be informed of the result, in writing, within three (3) business days of taking the vote on this matter.

The Commission will take into consideration the fact that there is a controlling securityholder or group of securityholders of the reporting issuer and, therefore, the exempting order may be further conditioned by requiring approval by a "majority of the minority" of securityholders. The excluded majority may include, among others, insiders, associates or affiliates.

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10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 31ST OCTOBER, 1980

THE NEXT ISSUE OF THE WEEKLY SUMMARY WILL BE PUBLISHED ON TUESDAY, 18TH NOVEMBER, 1980, BECAUSE OF THE REMEMBRANCE DAY HOLIDAY IN THE INTERVENING PERIOD.

* * * *

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I

THE TORONTO STOCK EXCHANGE
NOTICE TO MEMBERS NO. 3112,
APPROVED PERSON DISCIPLINED

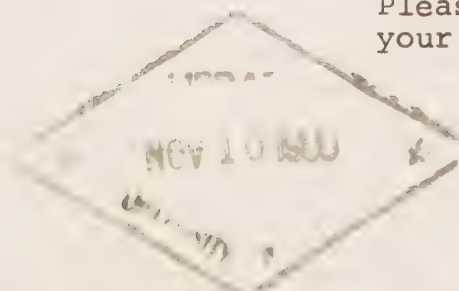
NOTICE II

THE TORONTO STOCK EXCHANGE
NOTICE TO MEMBERS NO. 3115,
MEMBER FIRM AND APPROVED
PERSONS DISCIPLINED

SUPPLEMENT "C"

ONTARIO POLICY 3-49,
APPLICATIONS FOR EXEMPTIONS
PUBLIC DOCUMENTS

Please insert this page in
your policy manual.



NOTICE I

The following information is extracted from The Toronto Stock Exchange Notice to Members No. 3112 dated October 14, 1980.

"APPROVED PERSON DISCIPLINED"

By way of an Offer of Settlement, Clayton Conrad Munz, an Approved Person applying to transfer his registration, has agreed to the imposition of the following penalties for violations of Part XVII, Section 17.10 of the General By-law:

- a suspension of his registration for a period of six months from the date of May 9, 1980;
- a fine in the amount of \$3,500;
- a requirement that he re-write and pass the examination based on the Manual for Registered Representatives.

Section 17.10 of the General By-law provides in part: If any Member or Approved Person shall be adjudged by the Board to have contravened any Exchange Requirement, or to be guilty of any conduct, proceeding or method of business which the Board deems unbecoming a Member or Approved Person or inconsistent with just and equitable principles of trade, or detrimental to the interests of the Exchange or the public, any one or more of several penalties may be imposed.

Between November 1, 1979 and April 30, 1980 Mr. Munz opened accounts, in Winnipeg, Manitoba, for clients who indicated a desire to participate in the purchase and sale of securities with a potential income tax benefit without ensuring that the clients reasonably understood the potential benefits and risks inherent in such purchases and sales. In the opening of such accounts Mr. Munz failed to obtain the necessary information to allow him to properly handle the clients' accounts. Mr. Munz also made purchases in a number of client accounts without obtaining the authorization of the clients involved. On certain occasions Mr. Munz misled clients as to the amounts of money required to be deposited in their accounts in order to bring those accounts into a fully margined position. Mr. Munz also misled his employer in regard to the payment of funds by clients and misled clients by telling them margin payments would be returned when he ought reasonably to have known that the return of such funds could not be guaranteed".

NOTICE II

The following information is extracted from The Toronto Stock Exchange Notice to Members No. 3115 dated October 20, 1980.

"MEMBER FIRM AND APPROVED PERSONS DISCIPLINED"

By way of Offers of Settlement, as provided for in section 17.15 of the General By-law, Peters & Co. Limited, a member of the Exchange, and four of its officers, directors and shareholders consented to the imposition by the Exchange of fines totalling \$24,000 for violations of Exchange Regulations. The parties have also agreed to pay the Exchange's costs.

Peters & Co. Limited - fines totalling \$10,000 for permitting violations of section 16.10(4)(ii) of the General By-law and, as a result thereof, operating without sufficient capital as required by section 18.01 of the General By-law;

Robert G. Peters, President; Joyce E. MacRae, a director; Charles Locke, a director and shareholder and Terry Falkenberg, a shareholder of Peters and Co. Limited - fines of \$3,500 each for violations of section 16.10(4)(ii) pursuant to sections 8.34 and 8.35 of the General By-law.

Section 16.10(4)(ii) prohibits members from permitting customers to make a practice of settling their cash accounts by the sale or repurchase of the same securities in lieu of paying for or delivering the securities. Section 18.01 prohibits members from allowing their Net Free Capital (after deductions) from falling below the amount called for by Exchange Requirements.

Section 8.34 and 8.35 require all Approved Persons, employees, supervisors, officers and directors of members to comply with Exchange Regulations.

Between August 1 and December 31, 1979 Peters & Co. Limited permitted five delivery-against-payment accounts to make a practice of settling purchases by offsetting sales of the same securities. Mr. Peters, Mrs. MacRae and Mr. Locke were officers and directors of Peters & Co. Limited responsible for permitting this practice to continue.

One of the accounts involved was Mr. Locke's personal account, one was Mr. Falkenberg's personal account and a third was that of a member of Mr. Falkenberg's family. Peters & Co. Limited and Mr. Falkenberg had been given a previous warning by the Exchange regarding this type of activity.

The Net Free Capital (after deductions) of Peters & Co. Limited fell below the required amount on several occasions between September 1 and December 31, 1979, primarily because of amounts required to be deducted from capital to provide margin for cash accounts not carried in compliance with section 16.10 of the General By-law.

In considering the penalties to be imposed, the Exchange took into consideration the fact that apart from failure to appreciate and comply with section 16.10(4)(ii) and thus section 18.01 of the General By-law, no finding of reckless business practices or credit control was made in that the clients concerned had long-standing relationships with the firm and were generally dealing in high quality securities".

CEASE TRADING ORDERS - THE SECURITIES ACT

BEETZ EXPLORATIONS LIMITED

The cease trading order dated 22nd October, 1980, was rescinded 31st October, 1980, the company being now up-to-date with its filings.

CHIBOUG COPPER CORPORATION LIMITED

The cease trading order dated 16th October, 1980, was continued 30th October, 1980, pending the company complying with Part XVII of The Securities Act, 1978.

CONSOLIDATED REACTOR URANIUM MINES LTD.

The cease trading order dated 12th August, 1980, and continued 26th August, 1980, was rescinded 27th October, 1980, the company being now up-to-date with its filings.

DIVERSIFIED CREDIT CORPORATION LIMITED
VILLE MARIE EXPLORATION LIMITED

Temporary cease trading order issued 27th October, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 10th November, 1980, at 10.00.a.m.

ST. LUCIE EXPLORATION COMPANY LIMITED

The cease trading order dated 22nd October, 1980, was rescinded 27th October, 1980, the company being now up-to-date with its filings.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

AMERICAN LEDUC PETROLEUMS LIMITED

Upon the application of American Leduc Petroleums Limited ("American") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XVII of the Act;

And upon reading the application and the recommendations of the staff, American not wishing to make further representations to the Commission;

And upon the Commission not being satisfied that there is adequate justification for granting the exemption in the circumstances of this particular case;

The Commission ordered pursuant to S.79(b)(iii) of the Act that the application for exemption from the requirement of mailing to the securityholders of American resident in Ontario interim financial statements for the first and third quarters of each of the fiscal years of American is denied.

ASTRAL BELLEVUE PATHE LIMITED

Whereas Astral Bellevue Pathe Limited (the "Applicant") has made an application to the Ontario Securities Commission ("Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") exempting in part the Applicant from the requirements of Ss. 76, 77 and 78 of the Act;

And whereas the Commission is satisfied that in the circumstances of this particular application there is adequate justification for so doing, and that it would not be prejudicial to the public interest to do so;

The Commission ordered pursuant to S.79(b)(iii) of the Act that the obligation of the Applicant to file and deliver interim financial statements and annual comparative financial statements pursuant to Ss. 76, 77 and 78 of the Act be varied to permit the Applicant to file and deliver:

1. Commencing with the interim financial statements for the first three-month period of the Applicant's current financial year, interim financial statements for the periods in each financial year ending on the last Saturday in each of the months of May, August and November, with comparative financial statements for the corresponding three-month period in the preceding financial year ending on the last Saturday in each of the months of May, August and November in such preceding financial year; and
2. Commencing with the annual comparative financial statements for the Applicant's last financial year, annual comparative financial statements relating to each financial year ending on the last Saturday in February in each such financial year, with comparative financial statements for the period covered by the financial year next preceding each such financial year ending on the last Saturday in February in such preceding year.

CANADIAN CABLESYSTEMS LIMITED

UPON the application of Rogers Investments Limited, Rogers Telecommunications Limited, TWC Television Limited, Rogers Cable T.V. Limited and Rogers Radio Broadcasting Limited (collectively the "Applicants") to the Ontario Securities Commission pursuant to Section 73 of The Securities Act, 1978, S.O. 1978, C.47, as amended (the "Act");

AND UPON reading the application and being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE it is ruled that the intended trades by the Applicants of up to 500,000 Class A and/or Class B shares of Canadian Cablesystems Limited ("CCL") are not subject to Section 52 of the Act;

SUBJECT TO THE TERMS AND CONDITIONS THAT:

1. The Applicants file with the Commission, to the attention of Thomas Petroff, at least seven days and not more than fourteen days prior to the first trade made to carry out the distribution by the Applicants or any of them,
 - a) a Notice of Intention to sell in the form of Form 23 to the regulations;
 - b) a Declaration, Undertaking and Certificate in the form of Form 23 to the regulations;signed by the Applicants or the Applicants' Attorney duly appointed;
2. The Notice of Intention and Declaration, Undertaking and Certificate required to be filed under condition 1 of this ruling shall be renewed and filed at the end of sixty days after the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the shares specified under the original notice have not been sold or until notice has been filed that the shares so specified or any part thereof are no longer for sale;
3. No unusual effort is made to prepare the market or to create a demand for the shares and no extraordinary commission or other consideration is paid in respect of such trade;

4. No trades are made prior to ten days subsequent to the date of publication of this ruling in the Weekly Summary of the Commission;
5. The sales shall be effected through the facilities of The Toronto Stock Exchange pursuant to its requirements;
6. No sales shall be made by the Applicants pursuant to this Ruling which will result in the Applicants' ceasing to hold in excess of 50% of the voting Class A shares of CCL.
7. The Applicants shall select one broker to act on its behalf which selected broker shall not be changed without prior notice to the Commission, to the attention of Thomas Petroff;
8. The selected broker referred to in condition 7 above shall be authorized by the Applicants to report to the Commission, to the attention of Thomas Petroff, on the last trading day of each month the total number of Class A and Class B shares of CCL sold by the Applicants during the month, and when a total of 500,000 Class A and/or Class B shares of CCL have been sold, shall so report to the Commission to the attention of Thomas Petroff.
9. Within three days after the completion of any trade the Applicant having made such trade shall file a report of the trade in the form prescribed under Part XX of the Act.
10. As of the date of the commencement of the sales CCL shall not be in default of any requirements of the Act or the regulations and that the sale shall cease forthwith if prior to its conclusion any default should occur.
11. The Ruling shall expire forthwith upon the occurrence of a material change in the affairs of CCL and shall be of no further force and effect thereafter unless and until the Applicant, upon further application, shall have satisfied the Commission and the Commission shall have ruled that this Ruling should be revived to be effective from and after the occurrence of such material change.

CASSIAR RESOURCES LIMITED

Upon the application of Brinco Limited ("Brinco") to the Ontario Securities Commission ("Commission") pursuant to S.99(e) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XIX of the Act;

And upon it appearing that:

1. By agreement dated August 15, 1980, ("Agreement") Brinco will purchase from five major shareholders of Cassiar Resources Limited ("Cassiar") approximately 59% of the issued and outstanding common shares of Cassiar, and, on or before November 13, 1980, will make available to all other shareholders of Cassiar an offer to enable them to dispose of their shares for a per share consideration at least equal in value to the per share consideration paid to such five major shareholders (the "Offer");
2. The Agreement is conditional upon Brinco obtaining either:
 - (i) an opinion from the Ministry of Industry, Trade and Commerce under the Foreign Investment Review Act that Brinco is not a non-eligible person; or
 - (ii) an order of the Federal Cabinet under the Foreign Investment Review Act approving the acquisition of control of Cassiar by Brinco;
3. The Offer will be unconditional; and
4. The Commission is of the opinion that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.99(e) of the Act that Brinco be and hereby is exempted, in part, from the requirements of Part XIX of the Act with respect to the Offer such that:

5. The date of the Offer shall remain the date on which a takeover bid circular accompanying the Offer was first sent to shareholders of Cassiar;
6. If Brinco elects to extend the Offer such extension or extensions shall be deemed not to be a variation in the terms of the Offer but Brinco shall take up and pay for any common shares of Cassiar tendered under the Offer by the 35th day following the date of the Offer and shall take up and pay for any shares tendered thereafter within fourteen (14) days of the date on which such shares are tendered; and
7. In all other respects Part XIX of the Act shall apply to the Offer.

S.M.A. (SOCIETE DE MATHEMATIQUES APPLIQUEES) INC.

Upon the application of S.M.A. (Societe de Mathematiques Appliquees) Inc. ("S.M.A.") to the Ontario Securities Commission ("Commission") pursuant to Ss. 79 and 87 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for orders exempting it, in part, from the requirements of Parts XVII and XVIII of the Act;

And upon it appearing that since January 1, 1978, S.M.A. has been inactive and its financial position has not changed substantially since the audited financial statements for the year 1979, which show assets of \$4,500 and an accumulated net deficit of \$280,500;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to Ss. 79 and 87 of the Act that S.M.A., for the purposes of the Act, need not comply with the requirements of Ss. 76(1), 77, 78, 80 and 85(1) of the Act, provided that:

1. S.M.A. shall send to its shareholders resident in Ontario, at the appropriate time, a letter in the form of Schedule 1 to the application but amended to provide for the requirement of paragraph 2 below;
2. these exemptions shall be approved of at the next annual meeting of the shareholders of S.M.A. by a majority of the shareholders entitled to vote at that meeting, excluding any shareholders that are insiders, affiliates or associates of S.M.A. and the result of said vote shall be sent in writing to the Commission within three (3) business days of the vote; and
3. upon the occurrence of a material change in the affairs of S.M.A. these exemptions shall lapse unless the Commission is satisfied that they should continue;

And the Commission further ordered upon the consent of S.M.A., pursuant to S.123 of the Act, that all trading in the securities of S.M.A. shall cease forthwith.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

STATUTORY DISCLOSURE: REPEAT DEFAULTERS

The Commission's attention has been directed to the fact that the following reporting issuers have failed on at least two separate occasions to file the information required to be furnished to its shareholders by either The Securities Act or the Business Corporations Act within the time limited by statute and have only done so previously after a notice of default has been issued to it by the Commission.

- DIVERSIFIED CREDIT CORPORATION LIMITED
- ST. LUCIE EXPLORATION COMPANY LIMITED

PROSPECTUSES

BRAESWOOD EXPLORATIONS LIMITED

Final receipt issued October 27, 1980 for prospectus dated October 20, 1980 qualifying for sale in Ontario 300,000 common shares at 70¢ per share to net the company 35¢ per share. There will be a secondary offering of 100,000 shares none of the proceeds of which will accrue to the company.

Underwriter: A. C. Macpherson & Co. Limited

FILMPLAN INTERNATIONAL INC.

Final receipt issued October 23, 1980 for prospectus dated October 22, 1980 qualifying for sale in Ontario 2,965 units of undivided interest comprising 100% ownership of three feature-length motion picture films entitled "Gas", "The Fright", "Comics", at a subscription price of \$5,000 per unit.

Agents: Geoffrion, Leclerc Inc.
Pemberton Securities Limited
Bache Halsey Stuart Canada Ltd.

INDUSTRIAL AMERICAN FUND

Final receipt issued October 28, 1980 for prospectus dated October 25, 1980 offering mutual fund units at net asset value plus sales commission.

INDUSTRIAL INCOME FUND

Final receipt issued October 28, 1980 for prospectus dated October 25, 1980 offering mutual fund units at net asset value plus sales commission.

NOVA-CO EXPLORATION LIMITED

Final receipt issued October 29, 1980 for prospectus dated October 28, 1980 qualifying 1,500,000 common shares (without par value) for sale at 21½¢ per share to net the corporation \$300,000.

There is also a secondary offering of 441,677 common shares (without par value) the proceeds for which will not accrue to the corporation.

Underwriter: St. Lawrence Securities Limited

RIGHTS OFFERINGS

COASTAL CARIBBEAN OIL & MINERALS, LTD.

Material acceptable to the Commission has been received with respect to the proposed rights offering by Coastal Caribbean Oils & Minerals, Ltd. of one right for each share of capital stock held on the record date. Twenty rights will be required to purchase one share of capital stock at the subscription price of U. S. \$5.40.

Subscription Agent: Coudert Brothers, New York, New York

INLAND NATURAL GAS CO. LTD.

Material acceptable to the Commission has been received with respect to the proposed rights offering by Inland Natural Gas Co. Ltd. of one right for each common share held on the record date. Ten rights and \$12.50 in Canadian funds are required to subscribe for each additional common share of the company.

Subscription Agent: Canada Permanent Trust Company

SOLID PHOTOGRAPHY INC.

Pursuant to Section 25(1) of the Regulations, this file is now considered closed.

THE ALGOMA STEEL CORPORATION, LIMITED

Material relating to a rights offering by the company, whereby shareholders may subscribe for additional shares without par value at \$33.00 each, on the basis of one additional share for each five shares held on the record date, has been received by and is acceptable to the Commission.

Subscription Agent: Montreal Trust Company

STATEMENTS OF MATERIAL FACTS

COSEKA RESOURCES LIMITED

There will be a secondary offering, open market distribution, of up to 740,000 common shares by certain selling shareholders of the company to raise a minimum \$10,601,250. Most of the proceeds of the offering will be lent to Coseka Resources (U.S.A.) Limited but no part thereof will go to the company.

Underwriter: Gordon Securities Limited

DEJOUR MINES LIMITED

Dejour Mines Limited is offering by means of a fixed price offering on the floor of The Toronto Stock Exchange not less than 500,000 or more than 1,000,000 common shares without par value from treasury subject to receipt of a minimum of \$600,000 after payment of agent's commission.

RELEASE FROM ESCROW

O'BRIEN ENERGY & RESOURCES LIMITED

Consent has been given to release the remaining 95,000 escrowed shares from the escrow at present held by Montreal Trust Company, such shares to be released on a pro rata basis to the present holders.

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Carvern International Industries Ltd.	Alemeda Investments Ltd.	John Holloway	10,000
"	"	Walter Carter	2,500
"	"	Mary Carter	2,500
"	"	Larry Carter	5,000
"	"	Ivan Miller	10,000
"	"	Gerald Warne	50,000
"	"	Ronald Warne	3,000
"	"	Edmund Preston	1,000
"	"	Douglas Needham	2,000
"	"	Joan Jones	10,000
"	"	John Richards	5,000
"	"	Marvin Betz	3,000
Phoenix Canada Oil Company Limited	Donald H. Randell	Crandon H. Randell	2,500
"	"	Mrs. Deborah Taggart	2,500
"	"	Deborah Taggart Custodian/ Patricia Taggart	2,500
"	"	Deborah Taggart Custodian/ Jennifer Taggart	2,500
Satellite Metal Mines Limited	L. B. Almond	The Coniagas Mines, Limited	15,000

OUTSTANDING REQUESTS FOR COMMENTS

(NOTE: All non-confidential submissions are listed below and are available for inspection in the Public Search Area, 7th Floor, 10 Wellesley Street East, Toronto, M7A 2H7).

1. COMMISSION RATE STRUCTURE OF
THE TORONTO STOCK EXCHANGE

Weekly Summary - 28th September, 1979.
Comments closed - 15th November, 1979.

- Mrs. R. K. Meggeson
- Wright Properties Limited
- The Mutual Life Assurance Company of Canada
- Sceptre Investment Counsel Limited
- Elliot & Page Limited
- The Toronto Stock Exchange - Supplemental
Submission

2. DIRECTOR'S REPORT

Weekly Summary - 7th December, 1979.
Comments closed - 29th February, 1980.

- Peat, Marwick, Mitchell & Co.
- The New Brunswick Telephone Company, Limited
- The Toronto Stock Exchange
- Thorne Riddell & Co.

3. DRAFT REGULATIONS -
EARNINGS FORECAST: REQUEST FOR COMMENTS

Weekly Summary - 18th July, 1980.
Comments closed - 26th September, 1980.

- V. P. Alboini
- Price Waterhouse & Co.
- Shell Canada Limited
- R. H. Kidd
- The Canadian Manufacturers' Association
- Bell Canada
- Osler, Hoskin & Harcourt
- Polysar Limited
- Thorne Riddell & Co.
- Investment Dealers Association of Canada

4. DRAFT NATIONAL POLICY -
CERTIFIED FEATURE FILM PRODUCTIONS
AND CERTIFIED SHORT SUBJECTS

Weekly Summary - 31st July, 1980.
Comments closed - 19th September, 1980.

- Public Archives Canada
- Rosenfeld, Malcolmson, Lampkin & Levine
- Rosenfeld, Malcolmson, Lampkin & Levine
- G. Chalmers Adams
- Astral Bellevue Pathe Ltd.
- Nielsen-Ferns International
- Goodman & Goodman
- Arthur Birnbaum
- Silverscreen International Limited
- Motion Picture Guarantors Inc.
- Canadian Association of Motion Picture Producers
- Havrlant Robinson Bateman
- Canadian Film Development Corporation
- Maud Gagne
- Nesbitt Thomson
- Tele-Metropole International Inc.

5. NON-VOTING SECURITIES:
THE TORONTO STOCK EXCHANGE REQUEST
FOR COMMENTS

Weekly Summary - 10th October, 1980.
Comments close - 15th December, 1980.

6. DRAFT OSC POLICY 3-47,
"DISTRIBUTIONS" - FROM ONTARIO OUT OF JURISDICTION
- INTO ONTARIO FROM OUT OF JURISDICTION

Weekly Summary - 10th October, 1980.
Comments close - 31st December, 1980.

7. INTERIM OSC POLICY NO. 3-48,
MANAGEMENT'S REPORT DISCLOSING
CONTINGENCIES IN FINANCIAL STATEMENTS

Weekly Summary - 17th October, 1980.
Comments close - 31st December, 1980.

FOOTNOTE:

The Commission recognizes that it may sometimes be necessary for persons making a written submission in response to a request for comments to request that it be treated as confidential. For example, it may contain sensitive statistical information. However, the Commission hopes that requests for confidentiality will be restricted, for example by including confidential information in a separate submission or schedule and limiting the request to that separate document. Further, the Commission wishes it understood that it will take into account the unwillingness of the person concerned to make a submission available for public debate in determining what weight should be attached to the arguments advanced. Of course, other considerations may apply where the submissions are made in connection with a disciplinary or other proceeding of a quasi-judicial nature.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

OCTOBER 28th, 1980

Gaz Metropolitain, inc. NATIONAL ISSUE-QUEBEC

OFFERING * % CONVERTIBLE UNSECURED DEBENTURES (SUB-
ORDINATED AND REDEEMABLE) AT A PRICE OF \$ * AND ACCRUED
INTEREST, IF ANY.

UNDERWRITERS: LEVESQUE, BEAUBIEN INC.
NESBITT THOMSON SECURITIES LIMITED
WOOD GUNDY LIMITED

Gaz Metropolitain, inc. NATIONAL ISSUE-QUEBEC

OFFERING * % FIRST MORTGAGE SINKING FUND BONDS, SERIES
C, AT A PRICE OF \$ * AND ACCRUED INTEREST, IF ANY.

UNDERWRITERS: LEVESQUE, BEAUBIEN INC.
NESBITT THOMSON SECURITIES LIMITED
WOOD GUNDY LIMITED

"HARRY TRACY - DESPERADO" NATIONAL ISSUE-QUEBEC

OFFERING 1668 UNITS OF UNDIVIDED INTEREST IN THE FILM
REPRESENTING 100% OF THE OWNERSHIP OF THE FILM.

SUBSCRIPTION PRICE: \$5,000 PER FILM UNIT

AGENTS: FILMFUND FINANCING CORPORATION
YORKTON SECURITIES INC.

THE SHERIDAN PLATINUM GROUP LTD. NAT'L. ISSUE-ONTARIO

OFFERING 5,000,000 COMMON SHARES AT THE PRICE OF \$5.50
PER SHARE.

OFFERED THROUGH REGISTERED DEALERS.

ZELLER'S LIMITED NATIONAL ISSUE-QUEBEC

OFFERING \$ *, * % SINKING FUND DEBENTURES, SERIES 1980
(UNSECURED AND REDEEMABLE) AT THE PRICE OF \$ * TO YIELD
* %.

UNDERWRITERS: DOMINION SECURITIES LIMITED
GREENSHIELDS INCORPORATED
MCLEOD YOUNG WEIR LIMITED

OCTOBER 29th, 1980

BOMBARDIER INC. NATIONAL ISSUE-QUEBEC

OFFERING * CLASS B COMMON SHARES AT THE PRICE OF \$ *
PER SHARE.

UNDERWRITERS: WOOD GUNDY LIMITED
LEVESQUE, BEAUBIEN INC.

TECTONIC ENERGY CORPORATION

NATIONAL ISSUE-ALBERTA

OFFERING * UNITS, EACH UNIT CONSISTING OF TWO COMMON
SHARES AND ONE WARRANT TO PURCHASE ONE COMMON SHARE.

PRICE: \$ * PER UNIT

UNDERWRITER: R. A. DALY & COMPANY LIMITED

AMENDMENTS RECEIVED

OCTOBER 28th, 1980

GENERAL LEASEHOLDS (SUDBURY) LIMITED

AMENDMENT #1 DATED OCTOBER 23rd, 1980 TO PROSPECTUS
DATED MAY 16th, 1980.

OCTOBER 29th, 1980

CONSOLIDATED COPPER-LODE DEVELOPMENTS INC.

AMENDMENT #1 DATED OCTOBER 24th, 1980 TO PROSPECTUS
DATED JUNE 25th, 1980.

UNDERWRITER: OSLER, WILLS, BICKLE LIMITED

SEVEN ARTS - 1930

AMENDMENT #2 DATED OCTOBER 29th, 1980 TO PROSPECTUS
DATED AUGUST 25th, 1980 AS AMENDED OCTOBER 9th, 1980.

AGENT: BRAULT, GUY, O'BRIEN

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ABITIBI-PRICE INC.	E E E
AGF MANAGEMENT LIMITED	C
AHED CORPORATION	E
AKAITCHO YELLOWKNIFE GOLD MINES LTD.	C
ALCAN ALUMINUM LIMITED	E E E E
ALGOMA STEEL CORPORATION LIMITED, THE	E
ALUMINUM COMPANY OF CANADA LTD.	E
AMERICAN QUASAR PETROLEUM CO.	E
ANGLO COMPANY LIMITED	E
AQUITAINE COMPANY OF CANADA LTD.	E
ASTRAL BELLEVUE PATHE LIMITED	C E
BAKERTALC INC.	E
BANK OF MONTREAL	E
BAR RESOURCES LIMITED	E
BEETZ EXPLORATIONS LIMITED	A
BELL CANADA	E
BETHLEHEIM COPPER CORPORATION	E E
BIJOU MINES & OILS LIMITED	C
BLACK CLIFF MINES LIMITED	E
BM-RT REALTY INVESTMENTS	E
BOMBARDIER INC.	E E
BONANZA OIL & GAS LTD.	E
BOW VALLEY INDUSTRIES LTD.	E
BRALORNE RESOURCES LIMITED	E E
BRINCO LIMITED	F
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	F
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CALGARY POWER LTD.	E
CAMEL OIL & GAS LTD.	E E
CANADIAN CABLESYSTEMS LIMITED	E E E E E F
CANADIAN GOLD RESOURCES INC.	E
CANADIAN UTILITIES LIMITED	E
CANRON INC.	E
CAROLIN MINES LTD.	E E E E
CCL INDUSTRIES INC.	E
CHANCELIOR ENERGY RESOURCES INC.	E
CLARION PETROLEUMS LTD.	E
COMINCO LTD.	E

COMMERCE CAPITAL TRUST MORTGAGE FUND	C
CONSUMERS DISTRIBUTING COMPANY LIMITED	E E
COOPER CANADA LIMITED	E
CORBY DISTILLERIES LIMITED	E E E
CORPORATE FOODS LIMITED	C
COSTAIN LIMITED	B
CROWN TRUST COMPANY	E E
CROWN ZELLERBACH CANADA LIMITED	C
CYCLONE RESOURCE EXPORATIONS LIMITED	C
CYPRUS ANVIL MINING CORPORATION	E
D. H. HOWDEN & CO. LIMITED	E
DALMYS (CANADA) LIMITED	C
DELHI PACIFIC MINES LIMITED	E
DOVE PETROLEUM LIMITED	E
DOMINION AND ANGLO INVESTMENT CORPORATION LIMITED	C
DOMINION BRIDGE COMPANY LIMITED	E E
DOMINION STORES LIMITED	E
DOMTAR INC.	E
DRG LIMITED	E E
ANTAREA MANAGEMENT LIMITED	C
FATHOM OCEANOLOGY LIMITED	E
FEDERAL INDUSTRIES LIMITED	E E E
FIN RESOURCES INC.	A B C
FINNING TRACTOR & EQUIPMENT COMPANY LIMITED	C
FIRAN-GLENDALE CORPORATION	E C E
FIRST CITY TRUST COMPANY	E
FORD MOTOR COMPANY OF CANADA LTD.	E
G.E.F. MANAGEMENT LIMITED	C
GARBELL HOLDINGS LIMITED	E
GENERAL BAKERIES	E
GENERAL LEASEHOLDS (SUDBURY) LIMITED	E F
GETTY OIL COMPANY	E E
GIANT YELLOWKNIFE MINES LIMITED	C
GOLDEN SHAFT MINES LIMITED	C
GOLDEX MINES LIMITED	C
GOLDSEC EXPLORATIONS LIMITED	A
GOODYEAR CANADA INC.	E
GRANDMA LEE'S INC.	E E
GREAT LAKES FOREST PRODUCTS LIMITED	E
GREAT NORTHERN FINANCIAL CORPORATION	E E E
GREAT WEST LIFE ASSURANCE COMPANY, THE	E
GULCH RESOURCES LTD.	E
GULF CANADA LIMITED	E E
HARDEE FARMS INTERNATIONAL LIMITED	A C
HAYES-DANA INC.	E
HEADWAY CORPORATION LIMITED	E
HUDSON'S BAY OIL AND GAS COMPANY LIMITED	E
HUGHES TOOL COMPANY	E
HUMLIN RED LAKE MINES LIMITED	C
HUSKY OIL LTD.	E E
I.U. INTERNATIONAL CORPORATION	E
IMPERIAL OIL LIMITED	E E E
INCO LIMITED	E
INDEPENDENT MINING CORPORATION LIMITED	C
INDUSMIN LIMITED	C

INGLIS LIMITED	E
INLAND NATURAL GAS CO. LTD.	E E E
INTERNATIONAL THOMSON ORGANISATION LIMITED	E
INVESTORS GROUP, THE	E
IVACO LTD.	E
K-TEL INTERNATIONAL, INC.	E
K.T. MINING LIMITED	C
KAISER RESOURCES LTD.	E
KAPS TRANSPORT LTD.	C E
KELLY-DESMOND MINING CORP. LTD.	A
KELSEY-HAYES CANADA LIMITED	C
LACANA MINING CORPORATION	F E
LAIDLAW TRANSPORTATION LIMITED	E E
LAKE ONTARIO CEMENT LIMITED	E C
LASSITER KUMA OILS LTD.	E E
LAVA CAP RESOURCES LTD.	E
LEHNDORFF CORPORATION	F
LENORA EXPLORATIONS INC.	E
LYNCO RESOURCES INC.	C
MAJOR HOLDINGS & DEVELOPMENTS LIMITED	C
MANDARIN MINES LIMITED	E
MASSEY-FERGUSON LIMITED	E E
MAYFAIR RESOURCES & DEVELOPMENTS LIMITED	E
MEDICORP TECHNOLOGY LIMITED	E
MIKES SUBMARINES INC.	C
MIRADO NICKEL MINES LIMITED	C
MITEL CORPORATION	E C
MURPHY OIL COMPANY LTD.	E
NATALMA MINES LIMITED	C
NEWFIELD MINES LIMITED	C
NORTHERN TELECOM LIMITED	E E
NORTHUMBERLAND MINES LIMITED	A B C
NOVA, AN ALBERTA CORPORATION	E E E
ONACO PETROLEUMS LIMITED	A B
ONAPING RESOURCES LIMITED	E E
ONYX PETROLEUM EXPLORATION COMPANY LTD.	E
PAGEBROOK GULF STREET PARTNERSHIP	C
PAGEBROOK MULTI HOLDINGS PARTNERSHIP	C
PAMOUR PORCUPINE MINES LIMITED	C
PAN CANA RESOURCES LTD.	E
PANHANDLE EASTERN PIPE LINE COMPANY	E
PARAMOUNT RESOURCES LTD.	A
PARKWAY PROPERTY INVESTMENTS	C
PATINO, N.V	F
PEERLESS RUG LIMITED	E
PETRO-SUN INC.	E
PINE POINT MINES LIMITED	E
POP SHOPPES INTERNATIONAL INC.	E E
PRECAMBRIAN SHIELD RESOURCES LIMITED	E
PREMIER COMMUNICATIONS LIMITED	E E
QUEBEC EXPLORERS CORPORATION LTD.	E
RAYLLOYD MINES & EXPLORATIONS LIMITED	B
REDPATH INDUSTRIES LIMITED	E
REDRUTH GOLD MINES LIMITED	C
RIVERSIDE YARNS LIMITED	E
ROYAL TRUST COMPANY MORTGAGE CORPORATION, THE	C
SCINTREX LIMITED	E
SCUDDER SPECIAL FUND INC.	E
SCURRY-RAINBOW OILS LIMITED	E

SEEL MORTGAGE INVESTMENT CORPORATION	C
SENLAC RESOURCES INC.	C
SHELDON-LARDER MINES LIMITED	C
SHELL CANADA LIMITED	E E
SILVERMAQUE MINING LIMITED	E E
SIMPSONS-SEARS LIMITED	E
SKYE RESOURCES LTD.	E E E
SONOR INVESTMENTS LIMITED	E E
SOUTHAM INC.	C
ST. FABIEN COPPER MINES LIMITED	C
STUART OIL D.A. CO., LIMITED	C E
SUNCOR INC.	E
TEXASGULF INC.	E
THOMPSON-LUNDMARK GOLD MINES LIMITED	A B
TRANS-WESTERN EXPLORATIONS, INC.	E
TURBO RESOURCES LIMITED	E E E
TYRANITE MINES, LIMITED	C
UNION CARBIDE CANADA LIMITED	E
UNITED CANADIAN SHARES LIMITED	C
UNITED KENO HILL MINES LIMITED	C
VEDRON LIMITED	E
VESTGRON MINES LIMITED	E
WAINOCO OIL CORPORATION	E E
WESTINGHOUSE CANADA LIMITED	E
WHIRLWIND RESOURCE EXPLORATIONS LIMITED	C
BUCKINGHAM INTERNATIONAL HOLDINGS LTD.	E
DART AND KRAFT INC.	E
DELTA PETROLEUM CORPORATION LTD.	B
GENERAL MILLS CANADA, LTD.	A
HEMERDON MINING & SMELTING LTD.	E
HOME OIL COMPANY LTD.	E
INTERCOLONIAL TRADING CORPORATION LIMITED	
(Offeror)	
SOREL ELEVATORS LIMITED	
(Offeree)	D
LORNEX MINING CORPORATION LTD.	E
MALABAR MINES LIMITED	C
NORTH WEST TRUST COMPANY	C
ORION CAPITAL CORPORATION	E
SETTLERS HOLDINGS LIMITED	
(Offeror)	
SETTLERS SAVINGS AND MORTGAGE CORPORATION	
(Offeree)	D

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 17, 1980	Dr. John D. Brown	Oaklea Village - Units	\$ 38,899.85	2 units
Oct. 17, 1980	Dr. Christopher J. Allen	"	38,899.85	4 "
Oct. 17, 1980	Dr. Wayne B. Barro	"	38,899.85	3 "
Oct. 17, 1980	Dr. Thomas D. MacDonald	"	38,899.85	8 "
Oct. 17, 1980	Dr. Robert Burns	"	38,899.85	1 unit
Oct. 17, 1980	Dr. Fred Meredith	"	38,899.85	1 "
Oct. 17, 1980	Dr. Allan S. MacDonald	"	38,899.85	1 "
Oct. 17, 1980	Hector Jacques	"	38,899.85	3 units
Oct. 17, 1980	Dr. Paul McIntyre	"	38,899.85	1 unit
Oct. 17, 1980	Dr. David E. MacLeod	"	38,899.85	1 "
Oct. 17, 1980	Dr. Peter Nielsen	"	38,899.85	4 units
Oct. 17, 1980	Dr. Eric Smith	"	38,899.85	3 "
Oct. 17, 1980	Dr. S. Clair MacLeod	"	38,899.85	8 "
Oct. 17, 1980	Dr. Sonia Salisbury Murphy	"	38,899.85	1 unit
Oct. 17, 1980	Dr. John W. Miller	"	38,899.85	2 units
Oct. 17, 1980	Dr. Wallace O. Donald	"	38,899.85	3 "
Oct. 17, 1980	Dr. Lowell Shore	"	38,899.85	2 "
Oct. 17, 1980	Dr. William Wong	"	38,899.85	2 "
Oct. 17, 1980	Dr. James Chase	"	38,899.85	2 "
Oct. 17, 1980	Dr. Frank Lovell	"	38,899.85	4 "
Oct. 17, 1980	Dr. Robert Gillan	"	38,899.85	4 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 23, 1980	Canada Permanent Trust Company	Canadian Commercial and Industrial Bank - Floating Rate Debenture due October 16, 1985 (Extendable to October 15, 1990)	\$1,000,000.00	\$ 1,000,000.00
Oct. 23, 1980	Victoria and Grey Trust Company	"	2,400,000.00	2,400,000.00
Oct. 23, 1980	The Canada Trust Company Guaranteed Funds	"	5,000,000.00	5,000,000.00
Oct. 8, 1980	Dr. Joan Borland	Nuggets - Units	20,000.00	1 unit
Oct. 24, 1980	J. Patrick Sheridan	New Texmont Explorations Ltd. Common Shares	.50	1,000,000 shrs
Sep. 29, 1980	Frank J. Wolff	Poco 1980-81 Exploration Program - Units	10,000.00	11 units
Sep. 29, 1980	L.L. Odette	"	10,000.00	11 "
Sep. 29, 1980	A. Donald McEwen	"	10,000.00	40 "
Sep. 29, 1980	Donald L. Little	"	10,000.00	11 "
Sep. 29, 1980	Lawrence A. Brenzel	"	10,000.00	11 "
Sep. 29, 1980	Trafield Holdings Limited	"	10,000.00	11 "
Aug. 14, 1980	Kenneth A. Field	"	10,000.00	11 "
July 31, 1980	James S. Hinds	"	10,000.00	11 "
Sep. 29, 1980	J.P.S. MacKenzie	"	10,000.00	15 "
Sep. 22, 1980	David G.P. Allan	"	10,000.00	11 "
Aug. 29, 1980	Gerald E. Nori	"	10,000.00	11 "
July 31, 1980	Canadian Commercial & Industrial Bank	"	10,000.00	11 "
Sep. 12, 1980	D.S. McGiverin	"	10,000.00	11 "
Sep. 29, 1980	Lifford Management Ltd.	"	10,000.00	11 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

Transaction Date	Purchaser	Security	Price	Amount
Oct. 15, 1980	Confederation Life Insurance Company	The Island Telephone Company Limited - 14% First Mortgage Bonds Series "N" due October 15, 2000	\$ 400,000.00	\$ 400,000.00
Oct. 15, 1980	The National Life Assurance Company of Canada	"	400,000.00	400,000.00
Oct. 15, 1980	Prince Edward Island Mutual Fire Insurance Company	"	100,000.00	100,000.00
Oct. 15, 1980	Trustees of the Bank of Canada Pension Fund	"	100,000.00	100,000.00
Oct. 15, 1980	Commercial Union Assurance Company Limited - Life Branch	"	1,000,000.00	1,000,000.00
Oct. 15, 1980	The Mutual Life Assurance Company of Canada	"	400,000.00	400,000.00
Oct. 15, 1980	Minister of Finance in Trust for Nova Scotia Teachers Pension Fund	"	250,000.00	250,000.00
Oct. 15, 1980	Minister of Finance in Trust for Public Service Superannuation Fund	"	250,000.00	250,000.00
Oct. 15, 1980	Province of Prince Edward Island Teachers' Pension Fund	"	100,000.00	100,000.00
Oct. 15, 1980	Province of Prince Edward Island Civil Service Superannuation Fund	"	100,000.00	100,000.00
Oct. 24, 1980	Western Mines Limited	Lacana Mining Corporation - Common Shares	11.00	1,000,000 shrs

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 24, 1980	Ontario Municipal Employees Retirement Board	Penfund Capital (No.1) Limited - Fixed and Participating Secured Notes due 2008	\$26,000,000.00	\$26,000,000.00
Oct. 24, 1980	Northern Telecom Pension Trust Fund	"	5,000,000.00	5,000,000.00
Oct. 24, 1980	The Trustee of Canada Packers Retirement Plan Trust (1959)	"	1,650,000.00	1,650,000.00
Oct. 24, 1980	The Trustee of Canada Packers Retirement Plan Trust (1968)	"	1,350,000.00	1,350,000.00
Oct. 24, 1980	Hospital of Ontario Pension Plan	"	26,000,000.00	26,000,000.00

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 5, 1980- Oct. 10, 1980	Jan. 2, 1979	John R. Yarnell	Westgrowth Petroleum \$ Ltd. - Common Shares	4.40 to 4.65	25,000 shrs
Oct. 3, 1980- Oct. 23, 1980	Aug. 13, 1979	Ned Goodman & Associates Ltd.	Petro Sun Inc. - Common Shares	3.75 to 3.85	10,600 "
Sep. 25, 1980- Oct. 16, 1980	July 20, 1979	Abbey North American Fund	Strand Oil & Gas Limited - Common Shares	5.00 to 6.00	40,000 "
Oct. 16, 1980- Oct. 20, 1980	Sep. 22, 1978	Hebker Investment Syndicate	Bar Resources Limited - Common Shares	6.35 to 6.65	17,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Prado Explorations Ltd.	Pango Gold Mines Limited - Common Shares	1,306 shares

(211)

ONTARIO POLICY 3-49

APPLICATIONS FOR EXEMPTIONS

PUBLIC DOCUMENTS

The Commission is of the opinion that it is in the public interest that, upon the receipt by the Commission of an application, a copy shall be immediately placed on the public file unless confidentiality is specifically requested and demonstrated not to be contrary to the public interest. It is, therefore, requested that an applicant provide, for the public file, a further copy of its application over and above the usual number submitted.



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10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 14TH NOVEMBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

- | | |
|------------------|---|
| NOTICE I | ANNOUNCEMENT FROM THE COMMISSION -
LIST OF REPORTING ISSUERS |
| NOTICE II | FEES: PROSPECTUSES |
| NOTICE III | ONTARIO OVER-THE-COUNTER MARKET
SUMMARY OF SHARES TRADED
OCTOBER 1980 |
| NOTICE IV | DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF
MATERIAL FILED FOR MONTH OF
OCTOBER 1980 |
| NOTICE V | DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT
OF PRIVATE PLACEMENTS FILED FOR
MONTH OF OCTOBER 1980 |
| SUPPLEMENT "X" | AMENDED INTERIM O.S.C. POLICY NO. 3-48,
REQUEST FOR COMMENTS
MANAGEMENT'S REPORT DISCLOSING
CONTINGENCIES AND GOING CONCERN
CONSIDERATIONS IN FINANCIAL
STATEMENTS |
| SUPPLEMENT "X-1" | PROPOSED AMENDMENT: NATIONAL
POLICY NO. 9
MUTUAL FUNDS - FORWARD PRICING,
SALES AND REDEMPTIONS |

NOTICE I

ANNOUNCEMENT FROM THE COMMISSION

LIST OF REPORTING ISSUERS

The Commission wishes to announce that effective immediately, a list of companies deemed to be Reporting Issuers will be available for inspection in the public office of the Commission, 7th Floor, 10 Wellesley Street East, Toronto, M7A 2H7, during normal business hours.

This list, comprised of some 2,000 issuers, will be updated monthly. The list indicates which companies have outstanding cease trade orders, and which are in default as of the date of the list. The list also indicates whether the shares of these companies trade on the TSE, VSE or ASE, etc. or Over-the-Counter.

If there is sufficient public demand, the Commission will be willing to supply a copy of the list, updated monthly, for an appropriate fee. In order to determine if there will be a demand for such a service, expressions of interest are invited, and should be communicated to the Secretary, Ontario Securities Commission, 6th Floor, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7 (416-963-0216).

For information a specimen copy of a page taken from the list is produced.

In addition, two other lists are made available daily in the Commission public office -

1. A list indicating those issuers deemed to be in default with respect to section 71 of The Securities Act. This list is updated daily.
2. A list indicating companies against which a cease trade order has been issued. This list is updated as necessary.

OUTSTANDING CEASE TRADING ORDERS AS AT NOVEMBER 6, 1980

SYMBOLS:

RI REPORTING ISSUER
* COMPANIES DISSOLVED
PARTIAL ORDER

* A. W. WHITE MICA LIMITED (12/13/76)
ABACUS CITIES LIMITED (5/18/79)
* ABALARD GOLD MINES LIMITED (8/16/76)
* ABERDOON MINES LIMITED (12/2/74)
* ACADIA URANIUM MINES LIMITED (9/16/74)
* ACME GAS & OIL CO. LIMITED (9/6/77)
ACTION TRADERS INC. (10/6/80)
* ADELEMONT GOLD MINES LIMITED (9/20/76)
* ADMIRAL YELLOWKNIFE MINES LIMITED (9/20/76)
* ADVANCE RED LAKE GOLD MINES LIMITED (10/20/77)
* AJAX MINERALS LIMITED (8/4/76)
ALAMAR INDUSTRIES LIMITED (12/7/77)
ALBANY COURT APARTMENTS INC. (7/24/80)
* ALCOURT MINES LIMITED (8/9/72)
* ALIT-EL MINES LIMITED (4/9/75)
* ALJO MINES LIMITED (9/27/76)
ALL-CAN HOLDINGS LTD. (4/11/79)
* ALLEGHENY MINING & EXPLORATIONS CO. LIMITED (10/30/72)
* ALLIED TELEMEDIA LIMITED (8/30/72)
* ALMADA EXPLORATIONS LIMITED (11/8/72)
* ALWYN PORCUPINE MINES LIMITED (8/12/76)
AMALGAMATED BEAU BELLE MINES (9/30/76)
AME LIMITED (8/15/79)
* AMEREL MINING COMPANY LIMITED (12/23/74)
ANATOLE RESOURCES LIMITED (7/11/79)
* ANDACOLLO MINING COMPANY LIMITED (3/1/73)
ANDOWAN MINES LIMITED (10/24/73)
* ANGLO AMERICAN NICKEL MINING CORPORATION LIMITED (12/23/74)
ANJAMIN MINES LIMITED (1/27/75)
ANSIL MINES LIMITED (6/13/80)
* ANSON-CARTWRIGHT MINES LIMITED (9/20/76)
ANTHEX INDUSTRIES LIMITED (2/10/78)
* ANUWON URANIUM MINES LIMITED (10/12/72)
AQUABLAST INC. (5/29/74)
AQUACARE INTERNATIONAL LIMITED (6/7/71)
* ARCTIC YELLOWKNIFE MINES LIMITED (8/17/76)
* ARDEL EXPLORATIONS LIMITED (7/7/76)
ARGOSY FINANCIAL CORP. OF CANADA (4/15/80)
* ARGYLL GOLD MINES LIMITED (10/29/73)
* ARNO MINES LIMITED (7/3/75)
* ARROW TUNGSTEN MINES LIMITED (9/15/72)
* ASTONISH LAKE URANIUM MINING CORPORATION LTD. (12/29/71)
* ASTRABRUN MINES LIMITED (10/17/72)
ATLANTIC TUNGSTEN CORP. LTD. (4/9/75)
* ATLAS RAINBOW MINES LIMITED (4/2/74)
* ATTWOOD COPPER MINES LIMITED (9/15/72)
* AUGUST PORCUPINE GOLD MINES LIMITED (9/6/77)
AUROX MINES LTD. (8/3/72)
I AURUM GOLD MINES LIMITED (1/15/76)
* AUTOTELIC INDUSTRIES LTD. (3/2/73)

NOTICE II

FEES: PROSPECTUSES

An increasing number of solicitors and their clients are not complying with the Regulations to The Securities Act, 1978, with respect to the information and fees required by Schedule 1 of the Regulation and, in particular, Paragraphs 9, 10, 11 and 15 of Schedule 1.

We draw Schedule 1 to the attention of all issuers and filing solicitors and emphasize that prompt compliance is required.

The staff of the Commission will not be issuing receipts for prospectuses or accepting amendments, statements of material facts or material filed pursuant to Section 34(1)(14) of the Act until the required information, calculations and fees have been received.

The fee required by Paragraph 15 of Schedule 1 may be calculated as one one-hundredth of one per cent of the total proceeds multiplied by the percentage of shares held by residents of Ontario.

If you have any questions relating to the above, please telephone 963-0234.

NOTICE III

ONTARIO OVER-THE-COUNTER MARKET

SUMMARY OF SHARES TRADED

	Month of October		Year-to-Date	
	1980	1979	1980	1979
INDUSTRIAL	7,540,998	846,900	22,516,189	13,831,610
MINING	30,806,922	15,507,577	201,907,850	109,398,290
OIL & GAS	4,989,839	2,594,783	41,384,716	14,709,198
	43,337,759	18,949,260	265,808,755	137,939,098

The dollar value for the foregoing trading is not available.

NOTICE IV

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF MATERIAL
FILED FOR MONTH OF OCTOBER 1980

	1980	1979	January 1 - Oct. 31, 1980	January 1 - Oct. 31, 1979
Insider Trading Reports	203	1975	17,845	16,208
Annual and Interim Financial Reports	368	263	5,381	4,200
Finance Company Reports	14	32	193	381
Take-Over Circulars	7	5	79	80
Proxy Solicitations and Information Circulars	65	36	1,397	1,233
Miscellaneous Information to Shareholders	834	507	8,140	2,996
Report of Material Change	44	---	492	---

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF PRIVATE PLACEMENTS
FILED FOR MONTH OF OCTOBER 1980

FORMS 11 AND 19 SCHEDULE 1 AND 2

January 1, 1980 - September 30, 1980	
1092 Reports	\$1,018,384,332.34 Equity
594 Reports	1,143,474,821.65 Debt
October, 1980	
208 Reports	116,814,182.41 Equity
142 Reports	206,629,167.75 Debt
Total to Date	
1300 Reports	1,135,198,514.75 Equity
736 Reports	1,350,103,989.40 Debt
	<u>\$2,485,302,504.15</u>

FORMS 12 AND 19 SCHEDULE 3

January 1, 1980 - September 30, 1980	
154 Reports	\$ 77,708,418.34 Equity
13 Reports	32,249,312.43 Debt
October, 1980	
15 Reports	5,359,766.00 Equity
4 Reports	479,861.20 Debt
Total to Date	
169 Reports	83,068,184.34 Equity
17 Reports	32,729,173.63 Debt
	<u>\$ 115,797,357.97</u>

FORMS 11 AND 19 SCHEDULE 1 AND 2

January 1, 1979 - September 30, 1979	
382 Reports	\$1,271,681,758.18 Equity
321 Reports	781,266,047.52 Debt
October, 1979	
91 Reports	111,359,700.00 Equity
21 Reports	29,319,000.00 Debt
Total to Date	
473 Reports	1,383,041,458.18 Equity
342 Reports	810,585,047.52 Debt
	<u>\$2,193,626,505.70</u>

FORMS 12 AND 19 SCHEDULE 3

January 1, 1979 - September 30, 1979	
133 Reports	\$ 568,773,282.37 Equity
13 Reports	71,310,698.69 Debt
October, 1979	
8 Reports	577,803.50 Equity
Total to Date	
141 Reports	569,351,085.87 Equity
13 Reports	71,310,698.69 Debt
	<u>\$ 640,661,784.56</u>

CEASE TRADING ORDERS - THE SECURITIES ACT

DIVERSIFIED CREDIT CORPORATION LIMITED

The cease trading order dated 27th October, 1980, was rescinded 10th November, 1980, the company being now up-to-date with its filings.

EL BONANZA MINING CORPORATION LIMITED

Whereas securities of El Bonanza Mining Corporation Limited (the "Company") are being traded in Ontario;

And upon being advised that the charter of the Company was cancelled on September 15, 1980, for failure to file material required under The Corporations Tax Act, S.O. 1972, C.143, as amended;

And upon being of the opinion that to do so would be in the public interest, and that the length of time required for a hearing could be prejudicial to the public interest;

The Commission ordered pursuant to the provisions of S.123(3) of The Securities Act, S.O. 1978, C.47, as amended, that all trading in securities of the Company shall cease forthwith for a period of fifteen days from 10th November, 1980.

GRANDVIEW ENERGY RESOURCES INCORPORATED
(FORMERLY LOISAN RED LAKE GOLD MINES LIMITED)
AND JAMES R. BROWN

Whereas on August 7, 1980, the Ontario Securities Commission ("Commission") made a temporary order pursuant to S.123(3) of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), that all trading in the securities of Grandview Energy Resources Incorporated (formerly Loisan Red Lake Gold Mines Limited) (the "Corporation") by James R. Brown ("Brown") cease for fifteen days;

And whereas on August 21, 1980, the cease trading order was extended upon consent until September 26, 1980;

And whereas on September 3, 1980, the Commission issued a Notice of Hearing, scheduling a hearing pursuant to Ss. 123 and 124 of the Act to be held on September 26, 1980;

And whereas on September 25, 1980, at the request of counsel for Brown, the Commission adjourned the hearing to October 16, 1980, and further extended the said temporary order until that date;

Upon having heard the evidence presented at the hearing and the submissions of counsel on behalf of the Commission staff and Brown;

And upon having formed the opinion that the making of this order is in the public interest;

The Commission ordered pursuant to S.123 of the Act that the said temporary order be and is continued and shall remain in effect until Brown demonstrates upon application to the Commission that the affairs of the Corporation have developed sufficiently or that it is otherwise in the public interest to vary or rescind this order.

HUEY'S INTERNATIONAL FRANCHISING SYSTEMS, INC.
AND
HUEY'S INTERNATIONAL FRANCHISING SYSTEMS (CANADA) INC.

Upon being advised that securities of Huey's International Franchising Systems, Inc., a company incorporated under the laws of the State of Nevada, are being traded in Ontario;

And upon being advised that Huey's International Franchising Systems (Canada) Inc. has recently been incorporated under the laws of Canada to carry on substantially the same business as the former company;

And upon reading the consent of counsel for both companies, and being of the opinion that to do so would be in the public interest;

The Commission ordered that all trading in the securities of Huey's International Franchising Systems, Inc. and Huey's International Franchising Systems (Canada) Inc. shall cease 4th November, 1980.

THE NEW LOLITA COMPANY

Whereas securities in the form of interests in a limited partnership named The New LOLITA Company are being offered for sale in Ontario;

And upon being of the opinion that it is in the public interest that trading in such securities should cease, and the length of time required for a hearing could be prejudicial to the public interest;

The Commission ordered pursuant to the provisions of S.123(3) of The Securities Act, S.O. 1978, C.47, as amended, that all trading in securities of the limited partnership named The New LOLITA Company shall cease forthwith for a period of fifteen days from 6th November, 1980.

BRIAN RICHARD SABY

Upon being advised that Brian Richard Saby, a registrant under The Securities Act, 1978, has failed to complete successfully the Canadian Securities Course;

And upon being of the opinion that a hearing will be necessary to consider whether it is in the public interest to suspend or cancel such registration, and that the delay necessary for such a hearing would be prejudicial to the public interest;

The Commission ordered pursuant to the provisions of S.26(2) of The Securities Act, 1978, that the registration of Brian Richard Saby as a Salesman be and the same is hereby suspended from and including the 10th day of November, 1980, to and including the 25th day of November, 1980.

VILLE MARIE EXPLORATION LIMITED

The cease trading order dated 27th October, 1980, was continued 10th November, 1980, pending the company complying with Part XVII of The Securities Act, 1978.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

ARCHEAN OIL LIMITED

Upon the application of Archean Oil Limited made to the Ontario Securities Commission ("Commission") pursuant to S.73(1) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for rulings that certain intended trades (the "Intended Trades") and trades (the "Trades") shall not be subject to S.24 or S.52 of the Act;

And upon reading the application and the recommendation of the Commission's staff;

And upon it appearing to the Commission that:

1. Archean Oil Limited ("Archean") is a company incorporated pursuant to the provisions of The Companies Act, 1961, of the State of New South Wales, Australia, and is a company having \$0.20 (Australian currency) par value ordinary shares (the "Archean Ordinary Shares") issued, outstanding and listed for trading on the Australian Associated Stock Exchanges and is a company engaged in mineral, oil and gas projects principally in Australia;
2. Trio-Archean Developments Inc. ("Trio") is a corporation incorporated pursuant to the provisions of The Canada Business Corporations Act, S.C. 1974-75, C.33, and continued pursuant to the provisions of The Company Act (British Columbia) R.S.B.C. 1979, C.59, as amended ("The Company Act") and is a corporation having Class A common shares without par value issued and outstanding and Class B special shares without par value (the "Trio B Shares") authorized and is a corporation that is presently a wholly-owned subsidiary of Archean;
3. Trio Resources Ltd. ("Resources") is a corporation incorporated under The Company Act and is a corporation at arms length to Archean and to Trio and is a corporation having common shares (the "Resources Common Shares") issued, outstanding and listed on the Vancouver Stock Exchange and is a corporation engaged in mineral, oil and gas projects in Canada and the United States of America;
4. Trio proposes to make a securities-exchange, take-over bid (the "Bid") to acquire all issued and outstanding Resources Common Shares on the basis of four Trio B Shares for each three Resources Common Shares;

5. Holders of Resources Common Shares accepting the Bid will, pursuant to rights to exchange granted by Archean (the "Archean Rights to Exchange"), have the right until November 30, 1985 (which right Archean will endeavour, subject to any restrictions by the relevant law of the State of New South Wales, Australia, to extend from time to time up to but not later than November 30, 1999) to subscribe for Archean Ordinary Shares for a consideration (subject to adjustment) consisting of one Trio B Share for each one Archean Ordinary Share subscribed for;
6. There exists a genuine doubt whether the issuance by Archean of the Archean Rights to Exchange will be a distribution not subject to S.24 or S.52 of the Act by virtue of the provisions of paragraph 34.(1)16. and paragraph 71.(1)(j), respectively, of the Act; and
7. There exists a genuine doubt whether the issuance by Archean of the Archean Ordinary Shares, through the exercise of the Archean Rights to Exchange previously granted by Archean to holders of Resources Common Shares who accept the Bid and thereby become holders of Trio B Shares, will be a distribution not subject to S.24 or S.52 of the Act by virtue of the provisions of subparagraph 34.(1)12.iii and subparagraph 71.(1)(f)(iii), respectively, of the Act;

And upon the Commission being of the opinion that issuance of the requested rulings would not be prejudicial to the public interest;

The Commission ruled that:

- I. Intended Trades by Archean by way of issuance of the Archean Rights to Exchange to holders of Resources Common Shares accepting the Bid of Trio and receiving, in consequence, Trio B Shares are not subject to S.24 or S.52 of the Act; and
- II. Trades by Archean by way of issuance of Archean Ordinary Shares to holders of Archean Rights to Exchange through the exercise of the Archean Rights to Exchange are not subject to S.24 or S.52 of the Act;

subject to the terms and conditions that:

1. Archean shall become a reporting issuer under the Act by forthwith certifying and filing with the Commission, jointly with Trio, a copy of the securities-exchange, take-over bid circular prepared in compliance with Part XIX of the Act and relating to the Bid proposed to be made by Trio for all the issued and outstanding Resources Common Shares;
2. The Archean Rights to Exchange shall be exercisable immediately by the holders thereof; and
3. No person or company shall make any unusual effort to prepare the market for Resources Common Shares, Trio B Shares, Archean Rights to Exchange or Archean Ordinary Shares and no commission or other remuneration shall be paid or given to others in respect of the Intended Trades or Trades except for ministerial or professional services or for services performed by a registered dealer.

BAKERTALC INC.

Upon the application of Bakertalc Inc. ("Bakertalc") to the Ontario Securities Commission ("Commission") pursuant to S.79(a)(i) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon it appearing that on July 16, 1980, Bakertalc completed an offer to its shareholders to sell to them further shares of Bakertalc;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.79(a)(i) of the Act that Bakertalc be and hereby is exempted from the requirement of S.76(1) of the Act such that the interim financial statements for the fiscal period of Bakertalc ended August 31, 1980, need not be comparative.

BEAUFORT ENERGY LIMITED

Upon the application of Beaufort Energy Limited ("Beaufort") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for granting this order;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Beaufort be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the fiscal years of Beaufort provided that:

1. By a vote of the securityholders of Beaufort, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Beaufort unless the Commission is satisfied that the exemption should continue.

BEAUFORT EXPLORATION LIMITED

Upon the application of Beaufort Exploration Limited ("Beaufort") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for granting this order;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Beaufort be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the fiscal years of Beaufort provided that:

1. By a vote of the securityholders of Beaufort, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Beaufort unless the Commission is satisfied that the exemption should continue.

BEAUFORT PETROLEUM INVESTMENT LIMITED

Upon the application of Beaufort Petroleum Investment Limited ("Beaufort") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for granting this order;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Beaufort be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the fiscal years of Beaufort provided that:

1. By a vote of the securityholders of Beaufort, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Beaufort unless the Commission is satisfied that the exemption should continue.

BRINCO LIMITED

Upon the application of Olympia & York Developments Limited for an order exempting itself and its subsidiary Olympia & York Investments Limited (collectively referred to herein as "O & Y") in part from the requirements of Part XIX of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon reading the material filed, hearing counsel for O & Y, counsel for the Commission and counsel for other interested parties;

And upon it appearing that:

1. O & Y intends to acquire control of Brinco Limited ("Brinco") through the purchase of common shares of Brinco from four of its major shareholders (the "Vendors") pursuant to a Purchase Agreement dated as of August 20, 1980 (the "Purchase Agreement"), and the purchase of convertible preferred shares of Brinco from the Brinco treasury pursuant to a Subscription Agreement dated as of August 20, 1980;
2. Because of clause 88(2)(c) of the Act the proposed transaction would constitute a take-over bid exempted from compliance with S.89 of the Act;
3. The trading prices of Brinco common shares on The Toronto Stock Exchange were affected late in July, 1980, by an anticipated take-over bid;
4. The value of the consideration to be paid under the Purchase Agreement for any of the securities of Brinco being acquired by O & Y thereunder, although not capable of precise calculation at present, is unlikely to exceed the market price of Brinco common shares determined as at July 30, 1980, under the Act; and

5. The Shareholders' Agreement dated as of August 20, 1980, between O & Y and Tinto Holdings Canada Limited ("Tinto") does not have the effect of increasing the consideration to be paid by O & Y to Tinto for the common shares of Brinco to be sold by Tinto under the Purchase Agreement;

And upon being of the opinion that to do so would not be prejudicial to the public interest;

The Commission ordered pursuant to the provisions of clause 99(e) of the Act that O & Y be and is hereby exempted from the requirements of subsection 91(1) of the Act in respect of its purchase of common shares of Brinco from the Vendors subject to the following conditions:

- (a) O & Y shall file within three business days following the closing of the transaction contemplated by the Purchase Agreement a certificate to the effect that the present value (determined on the basis of a discount rate equal to the prime commercial lending rate as quoted by a Canadian chartered bank on such closing date) of the maximum consideration payable under the Purchase Agreement, as of such closing date, does not exceed the market price (as defined in the Act) of Brinco common shares determined as of July 30, 1980; and
- (b) O & Y shall file the opinion issued by the Minister responsible for the Foreign Investment Review Act (Canada) to the effect that Brinco is not a non-eligible person, as defined under that Act, within three business days of its receipt of such opinion.

IN THE MATTER OF A FEATURE LENGTH
MOTION PICTURE FILM ENTITLED
"BY DESIGN"

UPON the application of B.D.F. Productions Ltd. ("B.D.F.") to the Ontario Securities Commission (the "Commission") pursuant to Sections 79(b)(iii) and 87(2)(b) of The Securities Act, 1978, S.O. 1978, Chapter 47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to an offering of units of ownership in a feature length motion picture film entitled "By Design" (the "Film");

AND UPON it appearing that:

1. B.D.F. was incorporated for the purpose of producing the Film, B.D.F. will produce the Film and B.D.F. will convey on closing to Unitholders the property and rights allocated under the Purchase Agreement;
2. Pursuant to the Purchase Agreement, B.D.F. will be appointed as agent of the Unitholders to perform various functions in connection with the Film, its production and exploitation;
3. Counsel Trust Company (the "Trustee") pursuant to the Purchase Agreement shall receive and deal with all monies derived from the exploitation of the Film and ancillary rights until December 31, 1986 whereupon B.D.F. shall assume the duties of the Trustee;
4. Werner T. Aellen, Beryl Fox and Louis M. Silverstein (the "Shareholders") who are the directors and shareholders of B.D.F. have undertaken to the Commission that they will cause B.D.F. to comply with the obligations imposed upon it by the within order; and
5. To grant the within order would not be prejudicial to the public interest and in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED, pursuant to Sections 79(b)(iii) and 87(2)(b) of the Act that B.D.F. be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film, provided that:

6. B.D.F. as soon as possible after completion of the Film (which completion shall be not later than December 31, 1981) and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of the certification of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unitholders of the Film;
7. B.D.F. shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act but this requirement shall not commence until June 30, 1981;
8. B.D.F. shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs but that such statements, excepting those statements also required in paragraph 7 above, need not be comparative;
9. B.D.F. shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Sections 77 and 78 of the Act, but this requirement shall commence only with the fiscal year of the Film ending in 1981;
10. The financial statements of the Film required to be filed under Section 77 of the Act shall be approved by the board of directors of B.D.F. and such approval shall be evidenced by the manual or facsimile signatures of two directors of B.D.F. duly authorized to signify such approval;
11. B.D.F. shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of B.D.F.;

12. With respect to any meeting of the Unitholders called by B.D.F., B.D.F. shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular pertaining to the Film in accordance with Sections 80(1) and 85 of the Act;
13. In any year where paragraph 12 does not apply B.D.F. shall cause to be filed with the Commission an annual report pertaining to the Film in accordance with Section 80(2) of the Act;
14. B.D.F. in accordance with Section 74 of the Act shall cause to be filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed a material change report and B.D.F. shall comply with the requirements of Section 74 of the Act as if it were a reporting issuer;
15. B.D.F. and persons or companies in a special relationship with B.D.F. within the meaning of Section 75(3) of the Act shall be and hereby are deemed to be persons or companies in a special relationship with the unincorporated association comprised of the Unitholders of the Film as though such association were a reporting issuer and Sections 75 and 131 of the Act are accordingly applicable to the same notwithstanding the exemption from the requirements of Part XVII of the Act afforded by this order; and
16. The Shareholders shall be jointly and severally responsible for compliance by B.D.F. with the foregoing conditions, 6 to 15 inclusive.

CALGARY POWER LTD.

Upon the application of Nu-West Group Limited ("Nu-West") to the Ontario Securities Commission ("Commission") pursuant to Section 99 of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XIX of the Act;

And upon it appearing that:

1. Nu-West is a corporation incorporated under the laws of the Province of Alberta and Calgary Power Ltd. ("Calgary") is a corporation incorporated under the laws of Canada;
2. Nu-West proposes to offer (the "Offer") to purchase 21,500,000 Class A Common Shares and Class B Common Shares (48%) of Calgary ("shares") for a consideration of cash and/or Second Preferred Shares, Series B, of Nu-West ("preferred shares"); and
3. To grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to Section 99 of the Act that Nu-West be and hereby is exempted from the requirements of Part XIX of the Act such that:

4. Nu-West may attach to the Offer a condition that it shall not be required to take up and pay for any shares tendered pursuant to the Offer if the required and unconditional approval of a governmental or regulatory authority is not obtained prior to the expiration of the Offer;

5. Nu-West may include in the Offer a condition that it shall not be required to take up and pay for any shares deposited pursuant to the Offer unless at the later of:

i) the expiry of the time within which the shares may be deposited; or

ii) the expiry of the time within which shares deposited may be withdrawn

at least 17,500,000 shares have been deposited pursuant to the Offer and not withdrawn;

6. The date of the Offer shall remain the date on which the original Offer was mailed to the shareholders of Calgary but where Nu-West elects to exercise a right contained in the Offer to modify the terms thereof or to waive a condition thereof the requirements of Section 89 and subsection 90(1) of the Act are varied so that the time within which the shares may be deposited can be extended to not longer than thirty-five (35) days from the date of the original Offer provided that any shares deposited may be withdrawn any time until the expiry of ten (10) days from the date of the mailing of the notice of change or variation required by subsection 90(1) of the Act; and

The Commission further ordered pursuant to Section 99 of the Act that the provision in the Offer that no less than 25% and no more than 35% of the aggregate price to be paid to all shareholders of Calgary tendering to the Offer will consist of preferred shares so that a tendering shareholder electing to receive more than 75% of the purchase price in cash may receive up to 25% in preferred shares and a tendering shareholder electing to receive more than 35% of the purchase price in preferred shares may receive up to 65% in cash shall be deemed to be a condition of the Offer but said condition can be included in the Offer provided that the takeover bid circular in connection with the Offer be approved by and accepted for filing by the Director of the Commission and that upon termination of the Offer the statement of the aggregate distribution between preferred shares and cash as requested by tendering shareholders of Calgary and a statement of the actual distribution between preferred shares and cash paid to tendering shareholders in accordance with paragraph 4 above, be filed with the Director of the Commission on a confidential basis.

CAMBRIDGE LEASEHOLDS LIMITED

Upon the application of Cambridge Leaseholds Limited ("Cambridge") to the Ontario Securities Commission ("Commission") pursuant to Section 1(9) of The Business Corporations Act, R.S.O. 1970, C.53, as amended (the "BCA") and Section 82 of The Securities Act, S.O. 1978, C.47, as amended (the "SA");

And upon it appearing that Cambridge now has less than fifteen holders of its securities, who are resident in Ontario;

And upon the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to Section 1(9) of the BCA and Section 82 of the SA that Cambridge shall be deemed, respectively, to have ceased to be offering its securities to the public and to have ceased to be a reporting issuer for the purposes of the SA for so long as it shall have fewer than fifteen securityholders whose latest address as shown on the books of Cambridge is in Ontario.

CAWTHRA APARTMENTS LIMITED

Upon the application of Cawthra Apartments Limited ("Cawthra") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Cawthra be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the fiscal years of Cawthra provided that:

1. By a vote of the securityholders of Cawthra, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Cawthra unless the Commission is satisfied that the exemption should continue.

CROWN LIFE INSURANCE COMPANY

Upon the application of Crown Life Insurance Company ("Crown Life") pursuant to clause 99(e) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting Crown Life and the directors of Crown Life from certain of the requirements of Part XIX of the Act;

And upon it appearing that the Chief Financial Officer of Crown Life is not available to sign the certificate in a Directors' Circular in respect of a takeover bid made by Extendicare Ltd. for all of the outstanding shares of Crown Life (the "Directors' Circular");

And upon the Ontario Securities Commission ("Commission") being of the opinion that it would not be prejudicial to the public interest to make this order;

The Commission ordered pursuant to clause 99(e) of the Act that Crown Life and the directors of Crown Life be and they are hereby exempted from the requirement of Part XIX of the Act that the Chief Financial Officer of Crown Life sign the certificate in the Directors' Circular provided that David R. Johnston, a Vice-President and Actuary of Crown Life signs the certificate in the Directors' Circular in lieu of the Chief Financial Officer.

DOCUMATION INCORPORATED

Upon the application of Storage Technology Corporation ("Storage") to the Ontario Securities Commission ("Commission") pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon it appearing that:

1. Storage, its wholly owned subsidiary, STC Merger Corporation ("Merger") and Documation Incorporated ("Documation") are corporations incorporated under the laws of the State of Delaware;
2. It is proposed that Merger and Documation shall amalgamate (the "amalgamation") and any shareholders of common stock of Documation shall exchange such shares for shares of common stock of Storage (the "exchange");
3. There are about six (6) shareholders of common stock of Documation (0.28%) resident in Ontario out of about 2,100 shareholders of Documation, holding about 2,210 (0.07%) of the about 3,062,498 issued and outstanding shares of common stock of Documation; and
4. It would not be prejudicial to the public interest to grant this exemption;

The Commission ruled pursuant to S.73 of the Act that the exchange will not be subject to S.24 or S.52 of the Act provided that all material with respect to the amalgamation sent to shareholders of Documation resident in the United States of America shall be sent to the shareholders of Documation resident in Ontario and a copy thereof shall be filed with the Commission.

800 KENNEDY ROAD LTD.

Upon the application of 800 Kennedy Road Ltd. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain of the requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that the Issuer be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the Issuer's fiscal years provided that:

1. By a vote of the securityholders of the Issuer, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of the issuer unless the Commission is satisfied that the exemption should continue.

FAIRCHILD INDUSTRIES, INC.

Upon the application of Fairchild Industries, Inc. ("Fairchild") to the Ontario Securities Commission ("Commission") pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon it appearing that:

1. Fairchild is a corporation incorporated under the laws of the State of Maryland and the wholly owned subsidiary of Fairchild, Fairchild Subsidiary, Inc. ("Subsidiary") is a corporation incorporated under the laws of the State of Delaware;
2. VSI Corporation ("VSI") is a corporation incorporated under the laws of the State of Delaware and there are about nine securityholders of VSI resident in Ontario out of a total of about 2,606, holding about 0.2% of the total issued and outstanding securities of VSI;
3. It is proposed that Subsidiary and VSI will amalgamate and the securityholders of VSI will receive for their securities of VSI cash and/or voting Series A Convertible Preferred Stock of Fairchild; and
4. To grant this ruling would not be prejudicial to the public interest;

The Commission ruled pursuant to S.73 of the Act that the proposed transaction described above is not subject to S.24 or S.52 of the Act provided that all material sent to securityholders of VSI resident in the United States of America in connection with the proposed transaction shall be sent to all securityholders of VSI resident in Ontario.

G & B AUTOMATED EQUIPMENT LIMITED

Upon the application of Robert E. Budai to the Ontario Securities Commission ("Commission") pursuant to S.73(1) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for a ruling that the proposed transfer, as described below, of 5,000 common shares of G & B Automated Equipment Limited ("G & B") is not subject to S.24 or S.52 of the Act;

And upon it appearing that:

1. Robert E. Budai, in relation to G & B, is a person as defined in Section 1(1)(11)(iii) of the Act and holds approximately 54% of the 564,100 issued and outstanding common shares of G & B;
2. Pursuant to the terms of a Separation Agreement dated May 2, 1972, entered into between Robert E. Budai and Victoria Irene Budai, the former holds 15,000 common shares of G & B for the benefit of the latter;
3. It is proposed to transfer 5,000 of the 15,000 common shares to Rudolph Koster, Vice President of Engineering of G & B; and
4. It would not be prejudicial to the public interest to make this ruling;

The Commission ruled pursuant to S.73(1) of the Act that the proposed transfer of 5,000 common shares of G & B from Robert E. Budai to Rudolph Koster is not subject to S.24 or S.52 of the Act provided that, with respect to the resale of said shares, by Rudolph Koster:-

5. Rudolph Koster files with the Commission, to the attention of Thomas Petroff, at least seven days and not more than fourteen days prior to the first trade by him of said shares
 - (a) a Notice of Intention to sell in the form of Form 23 to the regulations;
 - (b) a Declaration, Undertaking and Certificate in the form of Form 23 to the regulations;signed by him or his Attorney duly appointed;

6. The Notice of Intention and Declaration, Undertaking and Certificate required to be filed under condition 5 of this ruling shall be renewed and filed at the end of sixty days after the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the shares specified under the original notice have not been sold or until notice has been filed that the shares so specified or any part thereof are no longer for sale;
7. No unusual effort is made to prepare the market or to create a demand for the shares and no extraordinary commission or other consideration is paid in respect of such trade; and
8. Rudolph Koster files within three days after completion of any trade of the said shares a report of the trade in the form prescribed under Part XX of the Act.

GULCH RESOURCES LTD.

Upon the application of Gulch Resources Ltd. ("Gulch") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Part XVII of the Act;

And upon reading the application and the comments of the staff of the Commission, Gulch not wishing to make further representations before the Commission;

And upon the Commission being of the opinion that to grant such an order would be prejudicial to the public interest;

The Commission ordered pursuant to S.79(b)(iii) of the Act that the application by Gulch to be exempted from preparing, filing with the Commission and sending to its securityholders resident in Ontario the interim financial statements for the first and third quarters of its fiscal years be denied.

MACLEAN-HUNTER CABLE TV LIMITED

Upon the application of Maclean-Hunter Cable TV Limited ("Maclean-Hunter") to the Ontario Securities Commission ("Commission") for an order pursuant to S.1(9) of The Business Corporations Act, R.S.O. 1970, C.53, as amended (the "Act");

And upon it appearing that there are now fewer than fifteen securityholders of Maclean-Hunter;

And upon the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.1(9) of the Act that Maclean-Hunter be and hereby is deemed to have ceased to be offering its securities to the public for the purposes of the Act so long as it shall have fewer than fifteen securityholders.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY
ENTITLED "THE MAGIC SHOW"

UPON the application on behalf of Moviemagic Productions Ltd. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture provisionally entitled "The Magic Show" (the "Film");

AND upon it appearing that:

1. The Issuer was incorporated for the sole purpose of producing and distributing the Film and, on closing shall convey to the holders of Units of undivided co-ownership interest in the Film (the "Unitholders") the property and rights to the Film allocated under the Unitholders' Agreement;
2. Cinequity Funding Corporation ("Cinequity"), pursuant to the Unitholders' Agreement, shall be appointed as the sole and exclusive agent of the Unitholders to negotiate and enter into any agreement for the distribution and other exploitation of the Film and of relevant ancillary rights relating thereto, the whole upon such terms and conditions as Cinequity in good faith determines to be in the best interests of the Unitholders; and
3. Granting the within order will not be prejudicial to the public interest and in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED pursuant to Sections 79(b)(iii) and 87(2)(b) of the Act that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film provided that:

4. The Issuer, as soon as possible after completion of the Film (which completion shall be no later than December 31, 1981) and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of a certificate of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unitholders of the Film;

5. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act but this requirement shall not commence until June 30, 1981;
6. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs in the affairs of the Film but said statements, excepting those statements also required in paragraph (5) above, need not be comparative;
7. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Sections 77 and 78 of the Act but this requirement shall only commence with the fiscal year of the Film ending in 1981;
8. The financial statements of the Film required to be filed under Section 77 of the Act shall be approved by the board of directors of the Issuer and the approval shall be evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify the approval;
9. The Issuer shall cause to be sent to all Unitholders of the Film audited annual financial statements of the Issuer;
10. With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, the Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular in accordance with Sections 80(1) and 85(1) of the Act;
11. In any year where paragraph 10 does not apply, the Issuer shall cause to be filed with the Commission an annual report in accordance with Section 80(2) of the Act;

12. The Issuer, in accordance with Section 74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed with the Commission a material change report and the Issuer shall comply with the requirements of Section 74 of the Act as if it were a reporting issuer;
13. The Issuer and persons or companies in a special relationship with the Issuer within the meaning of Subsection 75(3) of the Act shall be and hereby are deemed to be persons or companies in a special relationship with the unincorporated association comprised of the Unitholders of the Film as though such association were a reporting issuer and Sections 75 and 131 of the Act are accordingly applicable to same notwithstanding the exemption from the requirements of Part XVII of the Act afforded by this order; and
14. Cinequity shall be responsible for compliance with the foregoing conditions by the Issuer.

NU-WEST GROUP LIMITED

Whereas the Ontario Securities Commission ("Commission"), upon the application of Chesley J. McConnell ("McConnell") under S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), ruled on 21st October, 1980, that the proposed sale by McConnell of up to 300,000 Class "B" convertible common shares with no par value (the "Shares") of Nu-West Group Limited ("Nu-West"), on certain conditions, is not subject to S.52 of the Act;

And whereas the Commission is of the opinion that it is in the public interest that the proposed sale of the 300,000 Shares be subject to an additional condition;

The Commission ruled that the sale by McConnell of up to 300,000 Shares of Nu-West shall not be subject to S.52 of the Act on the following conditions:

1. That as of the date of the commencement of the sale by McConnell, Nu-West shall not be in default of any requirement of the Act or the regulations thereunder and that the sale shall cease forthwith if, prior to its conclusion, any default shall occur;
2. That McConnell shall file, in duplicate, with the Commission and with The Toronto Stock Exchange at least seven days and not more than fourteen days prior to the commencement of the sale a Form 23 entitled "Notice of Intention to Distribute Securities and Accompanying Declaration Pursuant to Subsection 7 of Section 71 of the Act" executed by McConnell not more than twenty-four hours prior to its filing;
3. That the Form 23 filed pursuant to paragraph 2 above shall be renewed and refiled at the end of sixty days from the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the maximum of 300,000 Shares of Nu-West specified in the original Form 23 have not been sold or until notice has been filed that the Shares as specified or any part thereof are no longer for sale;
4. That McConnell shall file within three days after completion of any trade of any of the Shares as specified in the original Form 23 a report of the trade in the form prescribed under Part XX;

5. That no unusual effort shall be made to prepare the market or to create a demand for the Shares to be sold and no extraordinary commission or other consideration shall be paid in respect of the sale;
6. That the sale shall be effected through the facilities of The Toronto Stock Exchange and in accordance with its orderly marketing requirements and McConnell shall provide and use his best efforts to cause Nu-West to provide such information in respect to the sale as The Toronto Stock Exchange may reasonably require; and
7. That this ruling shall expire forthwith upon the occurrence of a material change in the affairs of Nu-West and shall be of no further force and effect thereafter, unless and until McConnell, upon further application, shall have satisfied the Commission and the Commission shall have ruled that this ruling is revived to be effective from and after the occurrence of such material change;

And the Commission further ruled that the ruling of 21st October, 1980, is hereby revoked.

RETIREMENT ANNUITY PLAN - NORANDA GROUP

The Commission granted recognition to Retirement Annuity Plan - Noranda Group as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

SENIORITY INVESTMENTS LIMITED

Upon the application of Seniority Investments Limited ("Seniority") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Seniority be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of Seniority's fiscal years provided that:

1. By a vote of the securityholders of Seniority, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Seniority unless the Commission is satisfied that the exemption should continue.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"A STROKE OF LUCK"

Upon the application on behalf of F. K. Productions (Astral) Ltd. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture provisionally entitled "A Stroke of Luck" (the "Film");

And upon it appearing that:

1. The Issuer was incorporated for the sole purpose of producing and distributing the Film and, on closing shall convey to the holders of Units of undivided co-ownership interest in the Film (the "Unitholders") the property and rights to the Film allocated under the Unitholders' Agreement;
2. The Issuer, pursuant to the Unitholders' Agreement, shall be appointed as the sole and exclusive agent of the Unitholders to negotiate and enter into any agreement for the distribution and other exploitation of the Film and of relevant ancillary rights relating thereto, the whole upon such terms and conditions as the Issuer in good faith determines to be in the best interests of the Unitholders; and
3. Granting the within order will not be prejudicial to the public interest and in the circumstances of this particular case there is adequate justification for so doing;

The Commission ordered pursuant to Sections 79(b)(iii) and 87(2)(b) of the Act that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film provided that:

4. The Issuer, as soon as possible after completion of the Film (which completion shall be no later than December 31, 1981) and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of a certificate of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unitholders of the Film;
5. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act but this requirement shall not commence until June 30, 1981;
6. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs in the affairs of the Film but said statements, excepting those statements also required in paragraph (5) above, need not be comparative;
7. The Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Sections 77 and 78 of the Act but this requirement shall only commence with the fiscal year of the Film ending in 1981;

8. The financial statements of the Film required to be filed under Section 77 of the Act shall be approved by the board of directors of the Issuer and the approval shall be evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify the approval;
9. The Issuer shall cause to be sent to all Unitholders of the Film audited annual financial statements of the Issuer;
10. With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, the Issuer shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular in accordance with Sections 80(1) and 85(1) of the Act;
11. In any year where paragraph 10 does not apply, the Issuer shall cause to be filed with the Commission an annual report in accordance with Section 80(2) of the Act;
12. The Issuer, in accordance with Section 74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed with the Commission a material change report and the Issuer shall comply with the requirements of Section 74 of the Act as if it were a reporting issuer; and
13. The Issuer and persons or companies in a special relationship with the Issuer within the meaning of Subsection 75(3) of the Act shall be and hereby are deemed to be persons or companies in a special relationship with the unincorporated association comprised of the Unitholders of the Film as though such association were a reporting issuer and Sections 75 and 131 of the Act are accordingly applicable to same notwithstanding the exemption from the requirements of Part XVII of the Act afforded by this order.
14. Astral Bellevue Pathe Ltd. shall be responsible for compliance with the foregoing conditions by the Issuer.

THE TIMKEN COMPANY

Upon the application of The Timken Company ("Timken") to the Ontario Securities Commission ("Commission") pursuant to Section 79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon it appearing that:

1. Timken is a corporation incorporated under the laws of the State of Ohio and has about 72 shareholders resident in Ontario (0.003% of the total number of shareholders), holding about 47,000 shares of Timken (0.004% of the total number of issued and outstanding shares);
2. As of March 1980, the shares of Timken are no longer listed for trading on The Toronto Stock Exchange and the company has now terminated the services of its transfer agent and its registrar in Ontario; and
3. The Commission is of the opinion that to grant this order would not be prejudicial to the public interest and is satisfied in the circumstances of this particular case there is adequate justification for so doing;

The Commission ordered pursuant to Section 79(b)(iii) of the Act that Timken be and hereby is exempted from the requirement to mail interim financial statements to its shareholders resident in Ontario provided that:

4. Timken shall, in lieu of certain of the requirements of Parts XVII and XVIII of the Act, and as permitted by Ontario Policy 3-44 and its accompanying order dated January 31, 1980, file with the Commission copies of the reports required by the Securities and Exchange Act of 1934 of the United States of America known as 8-K, 10-Q and 10-K Reports and any proxy solicitation material required by that Act;
5. Timken shall send to its shareholders resident in Ontario, as required by Section 77 and Section 78 of the Act, audited annual financial statements, as required by Section 85 of the Act the above described proxy solicitation material and copies of all materials sent to its shareholders in the United States of America; and
6. Timken shall comply with the specific requirements of Parts XVII and XVIII of the Act in all other respects.

TRU-WALL GROUP LIMITED

Upon the application of Tru-Wall Group Limited ("Tru-Wall") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Tru-Wall be and hereby is exempted from the requirements of Part XVII of the Act such that it need not file interim financial statements for the period ended August 31, 1980, and audited annual financial statements for the year ended May 31, 1980, until December 1, 1980.

WALTAINÉ, AN INVESTMENT TRUST TO BE
CONSTITUTED BY WALTAINÉ LIMITED

UPON the application of Waltaine Limited (the "Applicant") to the Ontario Securities Commission (the "Commission") for a ruling pursuant to Section 73 and for orders pursuant to Sections 87(2)(b) and 99(e) of The Securities Act, 1978, S.O. 1978, c.47, as amended (the "Act") that the proposed solicitation (the "Solicitation") of powers of attorney by the Applicant in order to constitute an investment trust to be known as Waltaine (the "Fund") to be managed by Hodgson, Robertson, Laing Limited (the "Manager") and the subsequent issue of units (the "Fund Units") to holders of units (the "Account Units") of Waltaine Investment Account (the "Account") are not subject to Section 24 or 52 or Parts XVIII or XIX of the Act;

AND UPON the filing by the Applicant and the Manager of a joint and several undertaking addressed to the Commission that the Fund will comply with provisions of Part XVII of the Act as if the Fund were a reporting issuer;

AND UPON the Commission being satisfied that to so rule would not be prejudicial to the public interest and that in the circumstances of this particular case there is adequate justification for so ordering and being of the opinion that it would not be prejudicial to the public interest;

IT IS RULED pursuant to Section 73 of the Act that the initial issue of Fund Units to holders of Account Units is a trade not subject to Section 24 or 52 of the Act;

AND IT IS ORDERED pursuant to Sections 87(2)(b) and 99(e) of the Act that the Applicant is exempted, in connection with the Solicitation, from the requirements of Part XVIII of the Act and the Applicant and the Fund are exempted from the requirements of Part XIX of the Act;

ON AND SUBJECT TO THE FOLLOWING CONDITIONS:

1. That the Solicitation shall be made only by the Applicant to those persons now holding an Account Unit or Account Units;
2. That no further or other distribution in Ontario of Fund Units shall be made without due compliance by the Fund with the provisions of the Act;

3. That the Applicant shall file with the Commission two copies of all documents and other material circulated among holders of Account Units in connection with the Solicitation;
4. That the Applicant shall ensure that the trust indenture (the "Trust Indenture") establishing and constituting the Fund is substantially in the form and contains substantially the terms of the draft trust indenture filed with the Commission as Exhibit A to the application which is the subject matter of this ruling and order;
5. That the Fund shall file with the Commission, and shall provide, upon written request, to each person exchanging one or more Account Units for Fund Units, a true copy of the Trust Indenture as executed by the Trustees named therein, by the Manager and by the Applicant on behalf of such persons;
6. That the Fund shall file a prospectus and obtain a receipt therefor, in accordance with the requirements of the Act and the Regulations made thereunder, on or before March 15, 1981;
7. That the Fund shall provide a copy of the prospectus filed by it for which a receipt was obtained under Section 60(1) of the Act (pursuant to the condition set forth in clause 6 above) to each holder of a Fund Unit within fifteen days of the date of issue of the said receipt;
8. That the Fund, from the date of execution of the Trust Indenture to the date of its compliance with the condition set forth in clause 6 above, shall comply with the provisions of Part XVII of the Act as if it were a reporting reporting issuer;
9. That the Applicant and the Manager contemporaneously with the making of this ruling and order shall file with the Commission a joint and several undertaking addressed to the Commission that the Applicant will comply with the conditions set forth in clauses 1, 3 and 4 above; and
10. That the Fund and the Manager, upon the execution of the Trust Indenture by the parties referred to in clause 5 above, shall file forthwith with the Commission a joint and several undertaking executed by the Trustees of the Fund and by the Manager, addressed to the Commission, that the Fund and the Manager will comply with the conditions set forth in clauses 2, 5, 6, 7 and 8 above.

YORK RESOURCES N.L.

Upon the application of York Resources N.L. made to the Ontario Securities Commission ("Commission") pursuant to S.73(1) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for rulings that certain intended trades (the "Intended Trades") and trades (the "Trades") shall not be subject to S.24 or S.52 of the Act;

And upon reading the application and the recommendation of the Commission's staff;

And upon it appearing to the Commission that:

1. York Resources N.L. ("York") is a company incorporated pursuant to the provisions of The Companies Act, 1961, of the State of New South Wales, Australia, and is a company having \$0.20 (Australian currency) par value ordinary shares (the "York Ordinary Shares") and options to purchase York Ordinary Shares issued, outstanding and listed for trading on the Australian Associated Stock Exchanges and is a company engaged in mineral, oil and gas projects principally in Australia;
2. Copconda-York Resources Inc. ("Copconda") is a corporation incorporated pursuant to the provisions of The Canada Business Corporations Act, S.C. 1974-75, C.33 (the "CBCA") and is a corporation having Class A common shares without par value issued and outstanding and Class B special shares without par value (the "Copconda B Shares") authorized and is a corporation that is presently a wholly-owned subsidiary of York;
3. Copconda Resources Inc. ("Resources") is a corporation continued under the CBCA and is a corporation at arms length to York and to Copconda and is a corporation having common shares (the "Resources Common Shares") issued, outstanding and listed on the Vancouver Curb Exchange and is a corporation engaged in mineral, oil and gas projects in Canada and the United States of America;
4. Copconda proposes to make a securities-exchange, take-over bid (the "Bid") to acquire all issued and outstanding Resources Common Shares on the basis of two Copconda B Shares for each one Resources Common Share;

5. Holders of Resources Common Shares accepting the Bid will, pursuant to rights to exchange granted by York (the "York Rights to Exchange"), have the right until October 31, 1985 (which right York will endeavour, subject to any restrictions by the relevant law of the State of New South Wales, Australia, to extend from time to time up to but not later than October 31, 1999) to subscribe for York Ordinary Shares for a consideration (subject to adjustment) consisting of one Copconda B Share for each one York Ordinary Share subscribed for;
6. There exists a genuine doubt whether the issuance by York of the York Rights to Exchange will be a distribution not subject to S.24 or S.52 of the Act by virtue of the provisions of paragraph 34.(1)16. and paragraph 71.(1)(j), respectively, of the Act; and
7. There exists a genuine doubt whether the issuance by York of the York Ordinary Shares, through the exercise of the York Rights to Exchange previously granted by York to holders of Resources Common Shares who accept the Bid and thereby become holders of Copconda B Shares, will be a distribution not subject to S.24 or S.52 of the Act by virtue of the provisions of subparagraph 34.(1)12.iii and subparagraph 71.(1)(f)(iii), respectively, of the Act;

And upon the Commission being of the opinion that issuance of the requested rulings will not be prejudicial to the public interest;

The Commission ruled that:

- I. Intended Trades by York by way of issuance of the York Rights to Exchange to holders of Resources Common Shares accepting the Bid of Copconda and receiving, in consequence, Copconda B Shares are not subject to S.24 or S.52 of the Act; and
- II. Trades by York by way of issuance of York Ordinary Shares to holders of York Rights to Exchange through the exercise of the York Rights to Exchange are not subject to S.24 or S.52 of the Act;

subject to the terms and conditions that:

1. York shall become a reporting issuer under the Act by forthwith certifying and filing with the Commission, jointly with Copconda, a copy of the securities-exchange, take-over bid circular prepared in compliance with Part XIX of the Act and relating to the Bid proposed to be made by Copconda for all the issued and outstanding Resources Common Shares;
2. The York Rights to Exchange shall be exercisable immediately by the holders thereof; and
3. No person or company shall make any unusual effort to prepare the market for Resources Common Shares, Copconda B Shares, York Rights to Exchange or York Ordinary Shares and no commission or other remuneration shall be paid or given to others in respect of the Intended Trades or Trades except for ministerial or professional services or for services performed by a registered dealer.

BELL CANADA

Upon the application of Bell Canada (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), the Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of S.102 of the Act with respect to the acquisition of securities of the Issuer through the Issuer's Optional Stock Dividend Program (the "Program") provided that:

1. Each such insider shall file by February 28 of each year pursuant to S.102 of the Act an insider report disclosing therein any increase in the holding of such insider of securities acquired by way of the Program during the twelve month period ending December 31 preceding such date; and
2. Each such insider shall file insider reports in accordance with Part XX of the Act with respect to all other transactions involving securities of the Issuer not otherwise exempted.

BRITISH COLUMBIA FOREST PRODUCTS LIMITED

Upon the application of British Columbia Forest Products Limited (the "Company") to the Ontario Securities Commission ("Commission") for an order pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") exempting certain of its insiders from the reporting requirements of S.102 of the Act with respect to their acquisition of shares of the Company pursuant to the Company's employee share purchase plan which came into effect on June 1, 1980, (the "Plan"), the Deputy Director ordered that the insiders of the Company are exempted from the reporting requirements of S.102 of the Act with respect to shares acquired by them pursuant to the terms of the Plan subject to the following conditions:

1. Each insider shall file by July 31 of each year an insider report disclosing any change in the holdings of such insider resulting from the acquisition by such insider of shares of the Company pursuant to the Plan during the twelve-month period ending June 30 preceding the date of such report; and
2. Each insider shall file insider reports in accordance with Part XX of the Act with regard to all other transactions involving securities of the Company not otherwise exempted.

CANADIAN PACIFIC ENTERPRISES LIMITED

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of Canadian Pacific Enterprises Limited ("CPEL") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon CPEL having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of CPEL, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of CPEL by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to CPEL prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
The Algoma Steel Corporation, Limited
Cominco Ltd.
Dominion Bridge Company, Limited
AMCA Netherlands B.V.
AMCA International Corporation
Marathon Realty Company Limited
PanCanadian Petroleum Limited
Maple Leaf Mills (Ontario) Inc.
Maple Leaf Mills Limited

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of CPEL excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the (i) consolidated assets, and/or (ii) consolidated sales and operating revenues of CPEL and excepting those individuals who are also insiders of CPEL by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of CPEL.

CANADIAN PACIFIC LIMITED

Upon the application of Canadian Pacific Limited (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of its insiders from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of its subsidiaries, excepting those subsidiaries listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries:

The Algoma Steel Corporation, Limited
Canadian Pacific Enterprises Limited
Cominco Ltd.
Dominion Bridge Company, Limited
PanCanadian Petroleum Limited

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries of the Issuer excepting those subsidiaries listed in paragraph (c) above and any other person or company that represents 10% or more of the Issuer's (i) consolidated assets, and/or (ii) consolidated sales and operating revenues and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

COMINCO LTD.

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of Cominco Ltd. (the "Issuer") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
Canadian Pacific Enterprises Limited
Cominco American Incorporated
Pine Point Mines Limited

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the Issuer's (i) consolidated assets, and/or (ii) consolidated sales and operating revenues and excepting those individuals who are also insiders of the Issuer by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

CORPORATE FOODS LTD.

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of Corporate Foods Ltd. ("Corporate") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Applicant having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of Corporate, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of Corporate by virtue of Ss. 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to Corporate prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
Canadian Pacific Enterprises Limited
Maple Leaf Mills Limited
Maple Leaf Mills (Ontario) Inc.

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of Corporate excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the (i) consolidated assets, and/or (ii) consolidated sales and operating revenues of Corporate and excepting those individuals who are also insiders of Corporate by virtue of Ss.1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of Corporate.

DOMINION BRIDGE COMPANY, LIMITED

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of Dominion Bridge Company, Limited (the "Issuer") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of its subsidiaries and affiliates, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Ss.1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
Canadian Pacific Enterprises Limited
The Algoma Steel Corporation, Limited
AMCA International Corporation
AMCA Netherlands B.V.
AMTEL Inc.
Amphion International N.V.
Litwin S.A.
Span Holdings Limited
Span International B.V.

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the Issuer's (i) consolidated assets, and/or (ii) consolidated sales and operating revenues and excepting those individuals who are also insiders of the Issuer by virtue of Ss.1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

MARITIME ELECTRIC COMPANY, LIMITED

Upon the application of Maritime Electric Company, Limited ("Maritime") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), the Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the insiders of Maritime be and hereby are exempted from the reporting requirements of S.102 of the Act with respect to the acquisition of 6% non-cumulative, non-voting redeemable preferred shares of Maritime through the Optional Stock Dividend Programme of Maritime and with respect to the redemption of said shares.

PANCANADIAN PETROLEUM LIMITED

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of PanCanadian Petroleum Limited (the "Issuer") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Ss.1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
Canadian Pacific Enterprises Limited
PanCanadian Gas Products Ltd.

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the Issuer's (i) consolidated assets, and/or (ii) consolidated sales and operating revenues and excepting those individuals who are also insiders of the Issuer by virtue of Ss.1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of the Issuer.

VERSATILE CORNAT CORPORATION

Upon the application of Versatile Cornat Corporation (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act"), the Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the insiders of the Issuer be and hereby are exempted from the reporting requirements of S.102 of the Act with respect to the acquisition of securities of the Issuer through the Issuer's Optional Stock Dividend Program (the "Program") provided that:

1. Each such insider shall file by January 31 of each year pursuant to S.102 of the Act an insider report disclosing therein any increase in the holding of such insider of securities acquired by way of the Program during the twelve month period ending December 31 preceding such date; and
2. Each such insider shall file insider reports in accordance with Part XX of the Act with respect to all other transactions involving securities of the Issuer not otherwise exempted.

VESTGRON MINES LIMITED

Upon the application of Canadian Pacific Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45 for an order exempting, in part, certain of the insiders of Vestgron Mines Limited ("Vestgron") from the reporting requirements of Ss. 102 and 104 of the Act;

And upon Vestgron having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of Vestgron, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of Vestgron by virtue of Ss.1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to Vestgron prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;
- (c) identified the following major subsidiaries and affiliates:

Canadian Pacific Limited
Canadian Pacific Enterprises Limited
Cominco Ltd.
Greenex A/S

The Deputy Director ordered pursuant to S.117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of Vestgron excepting those subsidiaries and affiliates listed in paragraph (c) above and any other person or company that represents 10% or more of the (i) consolidated assets, and/or (ii) consolidated sales and operating revenues of Vestgron and excepting those individuals who are also insiders of Vestgron by virtue of Ss.1(1)(17)(i) or (iii) of the Act, be and hereby are exempted from the reporting requirements of Ss. 102 and 104 of the Act with respect to securities of Vestgron.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

PROSPECTUSES

AGF MONEY MARKET FUND

Final receipt issued October 30, 1980 for prospectus dated October 30, 1980 offering mutual fund units at net asset value.

"BY DESIGN"

Final receipt issued November 10, 1980 for a prospectus dated November 3, 1980 qualifying 280 units of undivided interest in a feature-length motion picture film tentatively entitled "By Design" at a purchase price of \$10,000 per unit.

This issue is not underwritten but is offered on a best efforts basis.

Agent: Entertainment Securities Ltd.

CANWEST FINANCIAL HOLDINGS LIMITED

Final receipt issued November 12, 1980 for prospectus dated November 12, 1980 offering 1,600,000 \$2.56 cumulative redeemable retractable preferred shares, Series A, at \$25 per share.

Underwriter: Wood Gundy Limited

JANNOCK LIMITED

The preliminary prospectus dated August 22, 1980, has been withdrawn at the request of the company.

MACKENZIE FINANCIAL CORPORATION

Final receipt issued November 10, 1980 for prospectus dated November 10, 1980 offering 120,000 units at a price of \$10.50 per unit.

Underwriter: Nesbitt Thomson Securities Limited

"THE MAGIC SHOW"

Receipt issued November 7, 1980 for final prospectus dated November 6, 1980 qualifying 799 units representing 100% undivided ownership interest in a feature length motion picture tentatively entitled "The Magic Show". The units will be offered at \$5,000 each to net Moviemagic Productions Ltd. \$3,695,375. The subscription price of \$5,000 is payable either entirely in cash or \$1,000 in cash together with \$4,000 by a negotiable promissory note bearing interest and due no later than December 31, 1984.

Distributors: Cinequity Investments Limited and
Securities dealers

NORTHUMBERLAND MINES LIMITED

Receipt issued October 30, 1980 for final prospectus dated October 9, 1980 qualifying 900,000 shares to be offered at \$1.55 per share to net the corporation \$1,260,000 and 71,5000 shares to be issued as part of purchase price of equipment.

There is also a secondary offering of 100,000 shares, to be offered at \$1.55, the proceeds from which will accrue to the selling shareholder and not to the corporation.

Underwriter: Goulding, Rose & Turner Limited

NU-WEST GROUP LIMITED

Receipt issued November 10, 1980, for final prospectus dated November 10, 1980 qualifying 3,250,000 8% cumulative redeemable convertible second preferred shares, Series A (par value \$20. each). The shares will be offered at \$20. to net the company \$62,400,000 or \$72,100,000 if maximum number of shares are sold on over-allotment.

Underwriters: Greenshields Incorporated
Richardson Securities of Canada

THE OPTIONS CLEARING CORPORATION

Final receipt issued October 31, 1980 for a prospectus dated October 31, 1980 filed by The Options Clearing Corporation pertaining to put and call options that may be purchased or sold in transactions on the following national securities exchanges: Chicago Board Options Exchange, Incorporated; American Stock Exchange, Inc.; Philadelphia Stock Exchange, Inc.; Pacific Stock Exchange Incorporated.

SHELTER HYDROCARBONS 80-III

Final receipt issued November 6, 1980 for prospectus dated November 5, 1980 offering a minimum of 600 and a maximum of 1,600 units in an Alberta limited partnership formed for the purpose of oil and gas exploration and development at a price of \$5,000 per unit.

Agent: Richardson Securities of Canada

SILVERTON RESOURCES LTD.

Final receipt issued November 7, 1980 for prospectus dated November 5, 1980, qualifying for sale in Ontario, 1,600,000 common shares without nominal or par value at a price of \$5.00 per share. Proceeds to the company are \$7,480,000 before deducting expenses of issue.

Underwriters: Pemberton Securities Limited
Pitfield Mackay Ross Limited

"A STROKE OF LUCK"

Final receipt issued November 5, 1980 for prospectus dated November 3, 1980 offering for sale 470 units, each unit representing an equal undivided interest in 100% of the ownership of a feature length motion picture film entitled "A Stroke of Luck", at a price of \$10,000 per unit.

This issue is not underwritten, but is offered on a best efforts basis.

Agent: Emptor Corporate Ventures Ltd.

TRANSCANADA PIPELINES LIMITED

A final receipt dated October 31, 1980 was issued for a prospectus dated October 30, 1980 qualifying for sale 2,200,000 cumulative redeemable retractable first preferred shares Series D at \$50.00 per share. Net proceeds to the company will be \$106,590,000, before deducting expenses of issue.

Underwriters: Nesbitt Thomson Securities Limited
Wood Gundy Limited
McLeod Young Weir Limited
Midland Doherty Limited

RIGHTS OFFERINGS

FIRST CALGARY PETROLEUMS LTD.

Material relating to a rights offering of First Calgary Petroleum Ltd., whereby shareholders may subscribe for additional 9% cumulative redeemable convertible preferred shares, Series B, with a par value of \$10 per share at \$10 \$10 per convertible preferred share on the basis of one convertible preferred share for each ten common shares held on the record date, has been received by and is acceptable to the Commission.

WESCAP ENERGY CORPORATION

Material relating to Wescap Energy Corporation's proposed rights offering whereby shareholders may subscribe for additional shares in the capital stock of the company on the basis of one additional share for each two shares held on the record date plus \$0.40 has been received and is acceptable to the Commission.

Subscription Agent: Montreal Trust Company

TRANSFERS WITHIN ESCROW

<u>pany</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
uce Placer	Big Nama Creek Mines Limited	York Consolidated Exploration Limited.	91,500
tain	Grandroy Mines Limited	Hillsborough Exploration Limited	180,000

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Carvern International Industries Ltd.	Alemeda Investments Ltd.	Phyllis E. Lloyd	15,000
"	"	Herman A. Wessel	4,000
"	"	Frank Warman	10,000
"	"	Rudi Martin	17,000
Jamestown Explorations Inc.	Rosmar Corporation Limited		200,000
"	Robert Rosenblatt		125,800
"	Jean Louis Robert		64,600
"	Jean dePatie		64,600
"	Christian DesRosier		85,000
"		D. J. McGorman	340,000
"		M. McCulloch	150,000
"		PMP Marketsearch Inc.	25,000
"		Lacewood Farms Limited	25,000
Santa Maria Mines Limited	The Estate of Anna C. Bischoff	Ann L. Larson	12,500
		Lyla M. Wood	12,500

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Scintilore Explorations Limited	Alator Corporation Limited	Frank L. Winsor	168,750
"	James P. Manley	Frank L. Winsor	168,750
"	Elmore M. Dillman	Frank L. Winsor	337,500
"	Frank L. Winsor	James W. Gemmell	675,00
"	James W. Gemmell	Gilles Dubuc in trust for Scintilore Explorations Limited	675,00

RELEASE FROM ESCROW

NORTHUMBERLAND MINES LIMITED

The Commission has consented to the release of the 75,000 shares held by National Trust Co. Ltd. in escrow in the name of Irwin A. Wallace, the Secretary Treasurer of Northumberland Mines Limited in trust for the Corporation, such shares to form part of the 900,000 underwritten shares to be offered for sale under the prospectus accepted October 30, 1980.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

OCTOBER 31st, 1980

"CURTAINS"

NATIONAL ISSUE-ONTARIO

OFFERING 370 UNITS AT THE PRICE OF \$10,000 PER UNIT.
AGENTS: PITFIELD MACKAY ROSS LIMITED
NESBITT THOMSON SECURITIES LIMITED

"THE GREY FOX"

NATIONAL ISSUE-ONTARIO

OFFERING 696 UNITS AT THE PRICE OF \$5,000 PER UNIT.
AGENT: YORKTON SECURITIES INC.

LONSDALE APARTMENT PROJECT

NATIONAL ISSUE-ONTARIO

OFFERING 150 UNITS AT THE PRICE OF \$14,000 PER UNIT.
AGENT: RICHARDSON SECURITIES OF CANADA

NOVEMBER 3rd, 1980

BRITISH COLUMBIA TELEPHONE COMPANY NAT'L. ISSUE - B.C.

OFFERING \$ *, FIRST MORTGAGE BONDS, * % SERIES AG AT A
PRICE OF \$ * PER UNIT.
UNDERWRITER: PITFIELD MACKAY ROSS LIMITED

KARLSONS BLUEBURNER SYSTEMS LTD.

OFFERING 235,640 CLASS A SHARES AT THE PRICE OF \$1.00 PER
SHARE.
DEALER: KARLSONS BLUEBURNER SYSTEMS LTD.

KARLSONS BLUEBURNER SYSTEMS LTD.

OFFERING 264,360 CLASS A SHARES AT THE PRICE OF \$ * PER
SHARE.
DEALER: KARLSONS BLUEBURNER SYSTEMS LTD.

SEVEN EVERGREEN APARTMENTS

NATIONAL ISSUE-ONTARIO

OFFERING 200 UNITS AT THE PRICE OF \$15,000 PER UNIT.
AGENT: RICHARDSON SECURITIES OF CANADA

NOVEMBER 4th, 1980

SANTA MARIA RESOURCES LIMITED

OFFERING 1,250,000 COMMON SHARES WITHOUT PAR VALUE AT A
PRICE OF \$ * PER SHARE.
OFFERED THROUGH REGISTERED SECURITIES DEALERS.

NOVEMBER 5th, 1980

PAGEBROOK-PEEL PROPERTIES PARTNERSHIP

NAT'L. ISSUE-ONT.

OFFERING 7,640 LIMITED PARTNERSHIP UNITS AT THE PRICE OF
\$500 PER UNIT, WITH A MINIMUM PURCHASE OF 10 UNITS.
AGENT: A.E. AMES & CO. LIMITED

NOVEMBER 6th, 1980

HCI HOLDINGS LTD.

NATIONAL ISSUE-ONTARIO

OFFERING * % CONVERTIBLE DEBENTURES, SERIES A (UNSECURED)
AT THE PRICE OF \$ * PER UNIT.

UNDERWRITER: MIDLAND DOHERTY LIMITED

NOVEMBER 7th, 1980

PAGEBROOK-PEEL II PARTNERSHIP

NATIONAL ISSUE-ONTARIO

OFFERING 8,060 LIMITED PARTNERSHIP UNITS AT THE PRICE
OF \$5,000 FOR 10 UNITS.

AGENT: A.E. AMES & CO. LIMITED

SUMMA VISTA CINEMA INTERNATIONAL LTD. NAT'L. ISSUE-ONT.

OFFERING 500,000 COMMON SHARES (WITHOUT PAR VALUE) AT A
PRICE OF \$4.00 PER SHARE.

AGENT: JONES, GABLE & COMPANY LIMITED

NOVEMBER 10th, 1980

CELINA RESOURCES INC.

OFFERING 1,400,000 UNDERWRITTEN COMMON SHARES WITHOUT
PAR VALUE AT THE PRICE OF 50¢ PER SHARE.

SECONDARY OFFERING: 510,000 COMMON SHARES WITHOUT PAR
VALUE.

UNDERWRITERS: DURHAM SECURITIES CORPORATION LIMITED
NORWICH INVESTMENTS LIMITED
ROSMAR CORPORATION LIMITED

NOVEMBER 12th, 1980

THE CANFUND MILLSTREAM PARTNERSHIP

OFFERING 2,200 LIMITED PARTNERSHIP UNITS AT THE PRICE OF
\$1,000 PER UNIT.

MINIMUM SUBSCRIPTION: \$5,000 (5 UNITS)

AGENT: A.E. LEPAGE COMMERCIAL REALTY COMPANY

NOVEMBER 13th, 1980

COHO RESOURCES LIMITED

NATIONAL ISSUE-ALBERTA

OFFERING 1,000,000 CLASS A COMMON SHARES (WITHOUT NOMINAL
OR PAR VALUE) AT THE PRICE OF \$ * PER SHARE.

UNDERWRITER: PITFIELD MACKAY ROSS LIMITED

HALEY INDUSTRIES LIMITED

NATIONAL ISSUE-ONTARIO

OFFERING 1,600,000 SHARES (WITHOUT PAR VALUE) AT THE
PRICE OF \$ * PER SHARE.

UNDERWRITER: BACHE HALSEY STUART CANADA LTD.

AMENDMENTS RECEIVED

NOVEMBER 3rd, 1980

SEVEN ARTS - 1980

AMENDMENT #3 DATED OCTOBER 31st, 1980 TO PROSPECTUS
DATED AUGUST 25th, 1980 AS AMENDED OCTOBER 9th, 1980
AND OCTOBER 29th, 1980.

NOVEMBER 6th, 1980

ZEPHYR 80-81 ENERGY PROGRAM

AMENDMENT #1 DATED NOVEMBER 5th, 1980 TO PROSPECTUS
DATED SEPTEMBER 8th, 1980.

AGENTS: MIDLAND DOHERTY LIMITED
A.E. AMES & CO. LIMITED
LEVESQUE, BEAUBIEN INC.
MERIT INVESTMENT CORPORATION

NOVEMBER 7th, 1980

AURORA-ORBIT 80-81 ENERGY PROGRAM

AMENDMENT #1 DATED NOVEMBER 4th, 1980 TO PROSPECTUS
DATED SEPTEMBER 19th, 1980.

NOVEMBER 10th, 1980

"IF YOU COULD SEE WHAT I HEAR"

AMENDMENT #1 DATED NOVEMBER 3rd, 1980 TO PRELIMINARY
PROSPECTUS DATED OCTOBER 9th, 1980.

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

3460 KEELE ST. APARTMENTS LTD.	C
ABITIBI-PRICE INC.	E E C E
ACKLANDS LIMITED	C E E
AFTON MINES LTD.	E
AGF MANAGEMENT LIMITED	A
AGF OPTION EQUITY FUND	C
AGF SPECIAL FUND LIMITED	C
AGRA INDUSTRIES LIMITED	E
AHED CORPORATION	C E
ALBANY OIL & GAS LIMITED	E E
ALBERTA ENERGY COMPANY LTD.	E E
ALCAN ALUMINIUM LIMITED	E
ALGOMA CENTRAL RAILWAY	E
ALGOMA STEEL CORPORATION LIMITED, THE	E F
ALGONQUIN MERCANTILE CORPORATION	A
ALUMINUM COMPANY OF CANADA LTD.	C
AMERICAN EXPRESS COMPANY	E
AMERICAN GROWTH FUND LIMITED	C
ANGLO COMPANY LIMITED	E
ARGOSY MINING CORPORATION LIMITED	E
ASSOCIATED RECREATION CORP.	C
ATCO LTD.	E
AUGMITTO EXPLORATIONS LIMITED	E B A
AURELIAN SMALL BUSINESS DEVELOPERS LTD.	B C
B B C REALTY INVESTORS	C
BAKERTALC INC.	E
BAND-ORE GOLD MINES LIMITED	C
BANISTER CONTINENTAL LTD.	E
BANK OF BRITISH COLUMBIA	E E
BASIC RESOURCES INTERNATIONAL S.A.	E E
BAVARD RESOURCES LIMITED	C
BBC MORTGAGE LTD.	E
BETHLEHEM COPPER CORPORATION	C
BLACK CLIFF MINES LIMITED	C
BLYTHWOOD MINING LIMITED	C

BM-RT REALTY INVESTMENTS	C
BOMBARDIER INC.	E E E E
BOREALIS EXPLORATION LIMITED	C
BOW VALLEY INDUSTRIES LTD.	E E
BRASCAN LIMITED	E E
BRENDA MINES LIMITED	E E
BRINCO LIMITED	E E
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E E E E E E
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E E
BRITISH COLUMBIA TELEPHONE COMPANY	E C
BRITISH PETROLEUM COMPANY LIMITED	E
BRO RESOURCES LTD.	E
C-I-L INC.	E C
CAE INDUSTRIES LTD.	E E E
CALGARY POWER LTD.	E E
CAMFLO MINES LTD.	E E
CAMINDEX MINES LIMITED	C
CAMPBELL RESOURCES INC.	E E
CAMPEAU CORPORATION	E
CANADA COSTA RICA MINES LIMITED	A B
CANADA PERMANENT MORTGAGE CORPORATION	C E
CANADIAN CABLESYSTEMS LIMITED	E E
CANADIAN GAS AND ENERGY FUND LIMITED	C
CANADIAN HYDROCARBONS LIMITED	C
CANADIAN NATURAL RESOURCES LIMITED	E E E
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CANADIAN REALTY INVESTORS	E
CANADIAN REYNOLDS METALS COMPANY LIMITED	E
CANADIAN TIRE CORPORATION LIMITED	E
CANDEL OIL LTD.	E
CANE CONSOLIDATED EXPLORATIONS LIMITED	C
CANRAY RESOURCES LIMITED	F E
CANRON INC.	E E
CANUC RESOURCES INC.	C
CARDAY URANIUM MINES INC.	C E
CARLING COPPER MINES LIMITED	C
CARLING O'KEEFE LIMITED	E
CAROLIN MINES LTD.	C
CARVERN INTERNATIONAL INDUSTRIES LTD.	C A B
CCL INDUSTRIES INC.	E F
CEDAR RIDGE APARTMENT PROJECT	C
CELANESE CANADA INC.	C
CENTRAL PATRICIA LIMITED	C
CHANCE MINING AND EXPLORATION LIMITED	C
CHANCELLOR ENERGY RESOURCES INC.	E
CHESS-CLARION 1980-81 EXPLORATION PROGRAM	C E
CHIBOUG COPPER CORPORATION LIMITED	C
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CHIMO GOLD MINES LTD.	C
CINCINNATI-PORCUPINE MINES LTD.	F
CLAREMONT MINES LIMITED	C

COLLECTIVE MUTUAL FUND LTD.	C
COMINCO LTD.	E E E E C
COMPUTEL SYSTEMS LTD.	C E
CONDUITS-AMHERST LIMITED	E
CONSOLIDATED BATHURST INC.	E E
CONSOLIDATED COPPER-LODE DEVELOPMENTS INC.	C
CONSOLIDATED LOUANNA GOLD MINES LTD.	F E
CONSOLIDATED OIL & GAS INC.	C
CONSOLTEX CANADA INC.	E
CONSUMERS GLASS COMPANY LIMITED	E
CONVENTURES LIMITED	E
CONWEST EXPLORATION COMPANY LIMITED	C
COOPER CANADA LIMITED	C
CORBY DISTILLERIES LIMITED	F
CORPORATION FALCONBRIDGE COPPER	C
CROWN LIFE INSURANCE COMPANY	D
CROWN TRUST COMPANY	C
CUNDILL VALUE FUND LTD.	C
CYPRUS ANVIL MINING CORPORATION	E E
D. H. HOWDEN & CO. LIMITED	C E
DALE-ROSS HOLDINGS LTD.	D
DAON CENTRE LIMITED PARTNERSHIP	A
DELHI PACIFIC MINES LIMITED	E
DICKENSON MINES LIMITED	E E
DIVERSIFIED CREDIT CORPORATION LIMITED	C
DOLLY VARDEN MINERALS INC.	C
DOME PETROLEUM LIMITED	E E E E
DOMINION BRIDGE COMPANY LIMITED	E E E
DOMINION EXPLORERS LIMITED	F
DOMINION STORES LIMITED	E C E
DOMINION TEXTILE INC.	C
DOMTAR INC.	E C
DOW CHEMICAL COMPANY, THE	C
DUNDEE-PALLISER RESOURCES INC.	C
DUPORT MINING COMPANY LIMITED	A B C
DUSTBANE ENTERPRISES LIMITED	A B
EAGLE ROCK IRON MINES LIMITED	B
EASTERN PROVINCIAL AIRWAYS LIMITED	B
ECONOMIC INVESTMENT TRUST LTD.	C
EESTI KODU INC.	C
EGO RESOURCES LIMITED	E E E
ELECTROHOME LIMITED	E
EMCO LIMITED	E E C
EQUITRUST MORTGAGE & SAVINGS COMPANY	B
ETHYL CORPORATION	C
EXQUISITE FORM BRASSIERE (CANADA) LIMITED	A B
EXTENDICARE LTD.	E
FALCONBRIDGE NICKEL MINES LIMITED	C
FATHOM OCEANOLOGY LIMITED	C
FEDERAL INDUSTRIES LIMITED	F
FIRESPUR EXPLORATIONS LIMITED	C
FIRST CALGARY PETROLEUMS LTD.	E
FIRST CITY FINANCIAL CORPORATION LTD.	E

FORD MOTOR COMPANY OF CANADA LTD.	E
FRUEHAUF CANADA INC.	C
G.S.W. INC.	E
GARRISON CREEK CONSOLIDATED MINES LIMITED	C
GASCOME OILS LTD.	C
GENERAL BAKERIES LIMITED	E E E
GENERAL WIRE & CABLE CO. LTD.	C
GEOLEX RESOURCES LTD.	C
GERIN LIMITED	C
GOLDEN BOUNTY MINING COMPANY LIMITED	C
GOLDEN FALCON EXPLORATIONS INC.	C
GOLDLUND MINES LIMITED	E E E
GOLDSEARCH LIMITED	C
GOODYEAR CANADA INC.	C E
GOTAAS-LARSEN SHIPPING CORPORATION	E
GOWGANDA SILVER MINES LIMITED	E
GRANDMA LEE'S INC.	E
GREAT LAKES FOREST PRODUCTS LIMITED	C
GREAT NORTHERN FINANCIAL CORPORATION	E E E E F
GREY GOOSE CORPORATION LIMITED	E
GROWTH EQUITY FUND LIMITED	C
GULF & WESTERN INDUSTRIES, INC.	E
GULF CANADA LIMITED	E
H.C.I. HOLDINGS LIMITED	E
HALLIBURTON COMPANY	E
HARDEE FARMS INTERNATIONAL LIMITED	A B C E E
HARLEQUIN ENTERPRISES LIMITED	E C E
HOLMER GOLD MINES LIMITED	E E
HUDSONS'S BAY OIL AND GAS COMPANY LIMITED	C E E
HUDSON BAY MINING AND SMELTING CO. LIMITED	E E E E
HUGHES TOOL COMPANY	C
HUMBERSIDE APARTMENTS SOUTH	A B C
HUSKY OIL LTD.	E
HYLAND CREEK ESTATES TOWNHOUSE PROJECT	A
I.T.L. INDUSTRIES LIMITED	E C
IMASCO LIMITED	E
IN. MARK CORPORATION LIMITED	C
INCO LIMITED	C C
INDAL LIMITED	E
INEXCO OIL COMPANY	C E
INGLIS LIMITED	C E
INLAND NATURAL GAS CO. LTD.	A B
INTERNATIONAL MOGUL MINES LIMITED	C
INTERNATIONAL THOMSON ORGANISATION LIMITED	E E
INTERNORTH INC.	C
INTERPROVINCIAL PIPE LINE LIMITED	E C
INVESTORS GROUP, THE	E C
IRON BAY TRUST, THE	E
ISLAND TELEPHONE COMPANY LIMITED, THE	C
JANNOCK LIMITED	E E C
JOHNSON AND JOHNSON	E C
K-TEL INTERNATIONAL, INC.	A

KAM-KOTIA MINES LIMITED	E
KAPPA INVESTMENTS LIMITED	E
KEEPRITE INC.	E
KENSINGTON APARTMENTS LIMITED	C
KERR-MCGEE CORPORATION	E
KIENA GOLD MINES LIMITED	C
KRAFT INC.	E
LAKE ONTARIO CEMENT LIMITED	C
LAKE SHORE MINES LIMITED	E E
LASSITER KUMA OILS LTD.	E
LAVA CAP RESOURCES LTD.	E E E E
LAWSON & JONES LIMITED	C
LEHNDORFF CANADIAN PROPERTIES	E
LENORA EXPLORATIONS INC.	E
LEON'S FURNITURE LIMITED	C
LES MINES EST-MALARTIC LTEE	E
LES TERRAINS AURIFERES MALARTIC (QUEBEC) LIMITED	E
LEXINGTON RESEARCH FUND INC.	C
LITTLE LONG LAC GOLD MINES LIMITED	E
LOBLAW COMPANIES LIMITED	C
LUMONICS INC.	E
M W RESOURCES LIMITED	E
MACLEAN-HUNTER LIMITED	C E E E
MacMILLAN BLOEDEL LIMITED	E E
MAJOR HOLDINGS & DEVELOPMENTS LIMITED	C
MAPLE LEAF GARDENS, LIMITED	A B
MARITIME ELECTRIC COMPANY LIMITED	C
MARITIME TELEGRAPH & TELEPHONE CO. LTD.	C E
MARKEL FINANCIAL HOLDINGS LIMITED	E
MARSHALL BOSTON IRON MINES LIMITED	E
MASSEY-FERGUSON LIMITED	E
MATE YELLOWKNIFE GOLD MINES LIMITED	C E
McINTYRE MINES LIMITED	E
MEDINA ENERGY RESOURCES CORPORATION	C
MELCOR DEVELOPMENTS LTD.	E
MERCIER EXPLORATIONS LIMITED	C
METINA DEVELOPMENTS INC.	C
MEXICAN LIGHT & POWER COMPANY, LIMITED, THE	E F B
MICC INVESTMENTS LIMITED	E
MIKES SUBMARINES INC.	E
MINERAL RESOURCES INTERNATIONAL LIMITED	E
MITEL CORPORATION	E E E
MOLSON COMPANIES LIMITED, THE	E
MONENCO LIMITED	B
MONETA PORCUPINE MINES LIMITED	F
MONTREAL TRUST COMPANY	E C
MOORE CORPORATION LIMITED	E C E E E
MOUNT JAMIE MINES LIMITED	F
MOUNT KENO MINES LIMITED	C
N B COOK CORPORATION LTD.	E C
N R D MINING LTD.	E

N.S.R. RESOURCES INC.	E E
NATIONAL HEES ENTERPRISES LIMITED	C E
NATIONAL SEA PRODUCTS LIMITED	E
NEVER TRUST AN HONEST THIEF	E
NEW BIDLAMAQUE GOLD MINES LTD.	C
NEW BRUNSWICK TELEPHONE CO. LTD., THE	E
NEW DIMENSION RESOURCES LIMITED	C
NEW DOMINION RESOURCES LIMITED	E E
NEW QUEBEC RAGLAN MINES LIMITED	C
NEWMEX GOLD RESOURCES INC.	C E
NICKEL OFFSETS LIMITED	C E
NIMROD RESOURCES LTD.	E
NOR-ACME GOLD MINES LIMITED	C E
NORANDA MINES LIMITED	E E E
NORBASKA MINES LIMITED	F
NORCEN ENERGY RESOURCES LIMITED	E
NORDAIR LTD.	E E
NORTHSTAR RESOURCES LTD.	C
NOVA SCOTIA SAVINGS & LOAN COMPANY	C E
NOVA, AN ALBERTA CORPORATION	E E E E E
NOWSCO WELL SERVICE LTD.	C
NU-WEST GROUP LIMITED	E E E
NUINSCO RESOURCES LTD.	E
NUMAC OIL & GAS LTD.	E
O P I LTD.	E
OCCIDENTAL PETROLEUM CORPORATION	C
ONAPING RESOURCES LIMITED	E
ONYX PETROLEUM EXPLORATION COMPANY LTD.	E B E
ORBIT OIL & GAS LTD.	E C E
ORELOCK EXPLORATIONS LIMITED	C
PACIFIC NORTHERN GAS LTD.	E
PAGE PETROLEUM LTD.	E
PAGURIAN CORPORATION LIMITED, THE	E B B
PAMOUR PORCUPINE MINES LIMITED	C
PAN CANA RESOURCES LTD.	E F
PANCANADIAN PETROLEUM LTD.	C E E
PANHANDLE EASTERN PIPE LINE COMPANY	E
PARAMOUNT RESOURCES LTD.	E C
PATINO, N.V.	E
PCL INDUSTRIES LIMITED	E C
PEERLESS RUG LIMITED	C
PELANGIO-LARDER MINES LIMITED	B
PENNZOIL COMPANY	B
PETRO-SUN INC.	E
PETROFLO PETROLEUM CORPORATION	E E
PETROLINE EXPLORERS INC.	C
PETROTECH, INC.	E E
PHAETON EXPLORATIONS LIMITED	C
PHOBIA	E
PHOTO ENGRAVERS & ELECTROTYPERS LTD.	C E E
PINE POINT MINES LIMITED	C
PLACER DEVELOPMENT LIMITED	C
POCO PETROLEUMS LTD.	C F

POLCON CORPORATION	E
POLYSAR LIMITED	E E
POMINEX LTD.	C
POP SHOPPES INTERNATIONAL INC.	E E E E E E
POPULAR INDUSTRIES LIMITED	C E
PRAIRIE OIL ROYALTIES COMPANY LIMITED	E
PRECAMBRIAN SHIELD RESOURCES LIMITED	C
PREMIER COMMUNICATIONS LIMITED	E F
PRICE COMPANY LIMITED, THE	C
PRINCETON GOLD MINES LIMITED	C
PRINCIPAL VENTURE FUND LTD.	B
Q.M.G. HOLDINGS INC.	E
QUEBEC EXPLORERS CORPORATION LTD.	E E
RANGER OIL LIMITED	E
RANK ORGANISATION LIMITED, THE	E E E
READYFOODS LIMITED	E
REAL TIME DATAPRO LTD.	C E
REDPATH INDUSTRIES LIMITED	E
REICHHOLD LIMITED	E
REITMAN'S (CANADA) LIMITED	E
RESOURCE SERVICE GROUP LTD.	E E E E
REVENUE PROPERTIES COMPANY LIMITED	E
RILEY'S DATASHARE INTERNATIONAL LTD.	C
RIO ALGOM LIMITED	E E E
ROSE GOLD MINING COMPANY, LIMITED	C
ROTHMANS OF PALL MALL CANADA LIMITED	E
ROXMARK MINES LIMITED	C
ROYAL TRUSTCO LIMITED	C
RUSSEL HUGH INC.	E E D
S. B. McLAUGHLIN ASSOCIATES LIMITED	E
SANDWELL AND COMPANY LIMITED	E
SASKATOON SQUARE LIMITED PARTNERSHIP	E
SAVINGS AND INVESTMENT AMERICAN FUND LTD.	E
SAVINGS AND INVESTMENT CORPORATION MUTUAL	
FUND OF CANADA LTD.	E
SCEPTRE RESOURCES LIMITED	E E E
SCINTREX LIMITED	E
SCOTT PAPER LIMITED	C E
SCURRY-RAINBOW OILS LIMITED	E
SELKIRK COMMUNICATIONS LIMITED	C
SENBROOK TOWNHOUSES LIMITED	A B
SHELL CANADA LIMITED	E
SHELL OIL COMPANY	E C
SHEPHERD PRODUCTS LIMITED	A B
SHERITT GORDON MINES LIMITED	C E
SIFTON PROPERTIES LIMITED	E
SILVANA MINES INC.	E
SILVERMAQUE MINING LIMITED	E F
SILVERWOOD INDUSTRIES LIMITED	C
SKYE RESOURCES LTD.	E E A
SLATER STEEL INDUSTRIES LIMITED	E
SOGEPET LIMITED	C
SPAR HOLDINGS & EXPLORATIONS LIMITED	C

SPOONER MINES AND OILS LIMITED	F
SPRINGPOLE LAKE RESOURCES LTD.	C
ST. FABIEN COPPER MINES LIMITED	E
ST. LUCIE EXPLORATION COMPANY LIMITED	E
STANDARD BROADCASTING CORPORATION LIMITED	E
STANDARD INDUSTRIES LTD.	E E C
STANFORD MINES LIMITED	E E E E
STEADMAN OCEANOGRAPHIC TECHNOLOGY & GROWTH FUND	C E
STEEP ROCK IRON MINES LIMITED	C
STEINBERG INC.	E
STELCO INC.	C E E
STERISYSTEMS LTD.	E
SULPETRO LIMITED	E E E E E E
SUMMIT GOLD MINES INC.	C
SUNBURST EXPLORATION LIMITED	E
SUNCOR INC.	E E
SUPERIOR ACCEPTANCE CORPORATION LIMITED	E
SURPASS CHEMICALS LIMITED	C
SYSTEMHOUSE LTD.	E
TELE-METROPOLE INC.	E C
TELEDYNE CANADA LIMITED	C
TEMPLE EXPLORATIONS INC.	A B
TENNECO INC.	E
TEX-SOL EXPLORATIONS LIMITED	C
TEXASGULF INC.	E E
THOMPSON-LUNDMARK GOLD MINES LIMITED	E
TIMKEN COMPANY, THE	E
TORDOM CORPORATION	E
TORMONT MINES LIMITED	C
TOROMONT INDUSTRIES LTD.	E
TORONTO CREDITS LIMITED	C E
TORONTO SUN PUBLISHING CORPORATION, THE	E
TORONTO-DOMINION BANK	E E
TORONTO-DOMINION CENTRE LIMITED	C
TORSTAR CORPORATION	C
TOTAL PETROLEUM (NORTH AMERICA) LTD.	E E E
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	E
TRANSCANADA PIPELINES LIMITED	C E E E E E E
TRANSCONTINENTAL RESOURCES LIMITED	A B
TRAPPER RESOURCES LTD.	A B
TRICENTROL LIMITED	E
TRINITY RESOURCES LTD.	E
TRIZEC CORPORATION LTD.	E
TRUST GENERAL DU CANADA	C
TURBO RESOURCES LIMITED	E
U A P INC.	E
UNICORP FINANCIAL CORPORATION	E E E F
UNION GAS LIMITED	C E E E E E E
UNION OIL COMPANY OF CANADA LIMITED	E C
UNITED ASBESTOS INC.	E
UNITED CANSO OIL & GAS LTD.	E
UNITED CORPORATIONS LIMITED	C

UNITED REEF PETROLEUMS LIMITED	C
UNITED SISCOE MINES LTD.	E
US-CA-MEX EXPLORATIONS LIMITED	A B C
VAN derHOUT ASSOCIATES LIMITED	C E
VEDRON LIMITED	E
VENPOWER LIMITED	A
VERSATILE CORNAT CORPORATION	E
VESTGRON MINES LIMITED	C
VISTA EXPLORATIONS LIMITED	C
VULCAN INDUSTRIAL PACKAGING LIMITED	E
WAINOCO OIL CORPORATION	E
WAITE DFAULT MINES LIMITED	C
WAJAX LIMITED	E
WALKER, HIRAM-GOODERHAM & WORTS LIMITED	E
WARREN EXPLORATIONS LIMITED	E
WARRINGTON PRODUCTS LIMITED	E
WESTCOAST PETROLEUM LTD.	E E
WESTCOAST TRANSMISSION COMPANY LIMITED	E
WESTERN BROADCASTING COMPANY LTD.	E E
WESTERN MINES LIMITED	E E E E
WESTERN URANIUM EXPLORATIONS INC.	C
WHONNOCK INDUSTRIES LIMITED	E
WILLROY MINES LIMITED	E
WOOD-CROESUS GOLD MINES LIMITED	C
WOODBINE-SHEPPARD SHOPPING CENTRE LIMITED	C
WOODSREEF MINERALS LTD.	B
WRIGHT-HARGREAVES MINES LIMITED	E
ZARINA EXPLORATIONS LTD.	A B C
ZELLER'S LIMITED	E
96130 CANADA LIMITED	
(OFFEROR)	
CASSIAR RESOURCES LIMITED	
(OFFEREE)	D
ASHLAND OIL INC.	C
B C CENTRAL CREDIT UNION	C
BEAVER LUMBER ACCEPTANCE CORPORATION LTD.	C
COMBINED LARDER MINES LTD.	A B C E
COPCONDA-YORK RESOURCES INC.	
(OFFEROR)	
COPCONDA RESOURCES INC.	
(OFFEREE)	D
CREDIT FONCIER	E
DOFASCO INC.	C E
EMPIRE DEVELOPMENT COMPANY LIMITED	E
EXTENDICARE LTD.	
(OFFEROR)	
CROWN LIFE INSURANCE COMPANY	
(OFFEREE)	D
GENERAL MILLS CANADA, LTD.	A E
GRANCAMP RESOURCES INC.	E
THE GUARANTEE COMPANY OF NORTH AMERICA	C
GUARDIAN TRUSTCO INC.	
(OFFEROR)	
GUARDIAN TRUST COMPANY	
(OFFEREE)	D

INTERCOLONIAL TRADING CORPORATION LIMITED	D
INTERNATIONAL MINERALS & CHEMICAL CORPORATION	A
IRVCO RESOURCES LTD.	E
ISLAND GOLD EXPLORATIONS INC.	C
KANDAHAR RESOURCES LIMITED	E
THE KNEE HILL COAL COMPANY, LIMITED	B
LABATT BREWING COMPANY LIMITED	E
LONG SHOTS, INC.	C
MAPLE LEAF MILLS LIMITED	C
NEW CINCH URANIUM MINES LTD.	E
NEW GATEWAY OILS & MINERALS LTD.	C
NORTH AMERICAN PHILIPS CORPORATION	C
ORION CAPITAL CORPORATION	E
THE PORCUPINE SKATING RINK CO. LTD.	A
POTASH CORPORATION OF SASKATCHEWAN	E
PUBLIC SERVICE ELECTRIC & GAS COMPANY	C
SARATOGA PROCESSING CO. LTD.	E
SNOWVIEW HOLDINGS LIMITED	A
S. J. RESOURCES LIMITED	A B
SYCON ENERGY CORPORATION	B
TANDY CORPORATION	E
TEMAGAMI OIL & GAS LTD.	B
TEXACO INC.	C
TRIO-ARCHEAN DEVELOPMENTS INC.	
(OFFEROR)	
TRIO RESOURCES LTD.	
(OFFEREE)	D

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 30, 1980		National Hees Enterprises Limited - Series "B" Preference Shares	\$ 100.00	4,000,000 shrs
(Foregoing transaction reported to amend transaction reported in Weekly Summary of Oct. 10, 1980)				
Sep. 30, 1980	The R.J. Swayze Partnership	Petroventures 80-1 Energy Program - Units	100,000.00	1 unit
Sep. 30, 1980	S.W. Irvine	"	100,000.00	1 "
Sep. 30, 1980	Lazar Jovanovic	"	100,000.00	1 "
Sep. 30, 1980	Forest Hill Seismic Investments	"	100,000.00	1 "
Sep. 30, 1980	R. Fraser Elliott	"	100,000.00	2 units
Sep. 30, 1980	DBH Holdings Partnership	"	100,000.00	1 unit
Sep. 30, 1980	F.R. Von Veh	"	100,000.00	1 "
Sep. 30, 1980	W.R.C. Blundell	"	100,000.00	1 "
Sep. 30, 1980	C.D. Reekie	"	100,000.00	1 "
Sep. 30, 1980	444977 Ontario Ltd.	"	100,000.00	1 "
Oct. 27, 1980	Barry Lawson	Whispering Willows I - Units	79,950.00 87,420.00	1 A unit 1 B "
Oct. 27, 1980	Dr. Thomas Mathe	"	79,950.00	2 A unit
Oct. 27, 1980	Derek Robinson	"	79,950.00	2 A "
Oct. 27, .80	Gordon Cornelius	"	79,950.00	1 A unit
Oct. 27, 1980	William Ainslie	"	87,420.00	1 B "
Oct. 27, 1980	Bruce L. Warwick	"	87,420.00	1 B "
Oct. 27, 1980	Ismat Dost	"	87,420.00	1 B "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 27, 1980	William A. West	Whispering Willows I - Units	\$ 87,420.00	1 B unit
Oct. 27, 1980	Douglas Belsey Campbell	"	79,950.00	2 A units
Oct. 27, 1980	Dr. Dennis Michael Keene	"	87,420.00	2 B "
Oct. 27, 1980	Derek Malcolm Wyse	"	79,950.00	1 A unit
Oct. 27, 1980	Robert H. Crowson	"	87,420.00	1 B "
Oct. 27, 1980	W. Graham Hulley	"	87,420.00	2 B units
Oct. 27, 1980	David Briant	"	87,420.00	1 B unit
Oct. 27, 1980	George Iwaniuk	"	79,950.00	1 A "
Oct. 27, 1980	George Iwaniuk	"	87,420.00	1 B unit
Oct. 27, 1980	Joseph Souccar	"	79,950.00	2 A units
Oct. 27, 1980	Mendel Kaminer	"	79,950.00	1 A unit
			87,420.00	1 B "
Oct. 27, 1980	Lloyd C. Dowben	"	79,950.00	2 A units
Oct. 27, 1980	Dr. Glenn Mizener	"	79,950.00	1 A unit
			87,420.00	1 B "
Oct. 27, 1980	Stan Leete	"	79,950.00	1 A "
			87,420.00	1 B "
Oct. 27, 1980	Dr. George Varughese	"	79,950.00	2 A unit
			87,420.00	1 B unit
Oct. 27, 1980	Dr. Zenon Zadvorny	"	79,950.00	1 A "
Oct. 27, 1980	Dr. Robert Begg	"	79,950.00	1 A "
			87,420.00	1 B "
Oct. 27, 1980	J. Lawrence McCloy	"	79,950.00	1 A "
			87,420.00	1 B "
Oct. 27, 1980	Dr. Edwin D. Phenix	"	87,420.00	1 B "
			79,950.00	1 A "

			Security	Price	Amount
Oct. 27, 1980	Dr. Willy S. Lyon	Whispering Willows I - Units	\$	87,420.00	1 B unit
Oct. 27, 1980	Dr. John E. F. Hughes	"		87,420.00	1 B "
Oct. 30, 1980	457058 Ontario Limited	Rickaby Mines Limited - Common Shares		.50	239,922 shrs
Oct. 31, 1980	The Canada Trust Co. Mortgage Company	Simpsons-Sears Acceptance Company Limited - Floating Rate Secured Debenture Series "U" due October 31, 1990	25,000,000.00		\$25,000,000.00
Oct. 24, 1980	Bytec Management Corporation	ens Bio Logicals Inc. - Common Shares		2.15	11,000 shrs
		Class "B" Shares		2.15	11,000 "
		First Preference Shares		1.00	47,300 "
Oct. 14, 1980	Gerald E. Nori	Scarboro Resources 80 Program - Units	10,000.00		11 units
Oct. 20, 1980	Cavendish Investing (1978) Ltd.	Windsor Jewels International Limited - Ordinary Shares	113.98		8862.76 shrs
		Non-Voting Preference Shares	1.00		239,819 "
Oct. 20, 1980	Helix Investments Limited	Ordinary Shares	113.98		1,772.55 "
		Non-Voting Preference Shares	1.00		47,964 "
Oct. 20, 1980	393422 Ontario Limited	Ordinary Shares	113.98		709.02 "
		Non-Voting Preference Shares	1.00		19,186 "
Oct. 31, 1980	Municipal & General Securities Company Limited	Medokrisp Food Systems Limited - Units consisting of 5 Common Shares and 1 Series "A" Preferred Shares	40.00		5,000 units
Oct. 31, 1980	Matthews & Company Inc.	"	40.00		2,500 "
Oct. 31, 1980	J. P. Byrne	"	40.00		250 "
Oct. 31, 1980	Wynola Corporation Limited	"	40.00		2,875 "
Oct. 31, 1980	Charles R. DeVore	"	40.00		1,250 "
Oct. 31, 1980	E. Doug. Morris	"	40.00		100 "
Oct. 31, 1980	W. W. Andrews	"	40.00		375 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 31, 1980	George E. Robson	Medokrisp Food Systems Limited - Units consisting of 5 Common Shares and 1 Series "A" Preferred Shares	40.00	150 units
Oct. 31, 1980	Robert C. Heilig	"	40.00	375 "
Oct. 31, 1980	Crown Life Insurance Company	"	40.00	25,000 "
Oct. 31, 1980	Manufacturers Life Insurance Company	"	40.00	25,000 "
Oct. 31, 1980	DoFasco Supplementary Retirement Plan	"	40.00	8,750 "
Oct. 31, 1980	Trustees of the Pension Fund of Hudson Bay Mining and Smelting Co. Limited	"	40.00	6,250 "
Oct. 31, 1980	DoFasco Employee Savings and Profit Sharing Fund	"	40.00	16,250 "
Oct. 31, 1980	W. L. Toderan	"	40.00	250 "
Oct. 31, 1980	B. R. Angus	"	40.00	375 "
Oct. 31, 1980	Vicosa Management and Holdings Ltd.	"	40.00	5,000 "
Oct. 31, 1980	Mrs. Helen E. Walker	"	40.00	250 "
Nov. 6, 1980	Olympia and York Investments Limited	Brinco Limited - 8% Cumulative Convertible Preferred Shares Series "C"	5.50	7,272,728 shrs
Nov. 6, 1980	"	Brinco Limited - Common Shares	7.50 (approximately)	2,422,766 "
Nov. 6, 1980	"	"	7.50	200,000 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 6, 1980	Olympia and York Investments Limited	Brinco Limited - Common Shares	Not to exceed \$ 10.00	440,205 shrs
Nov. 6, 1980	"	"	Not to exceed \$ 10.00	4,267,029 "
Oct. 31, 1980		The Steel Company of Canada Limited - Preferred Shares Series "A"	25.00	200,000 "
Oct. 15, 1980		Dominion Foundries and Steel Limited - Series I Preferred Shares	25.00	200,000 "
Sep. 17, 1980	A. Donald McEwen	Scarboro Resources 80 Program - Units	10,000.00	20 units
Sep. 25, 1980	Guardian Capital Investment Counsel Limited	"	10,000.00	10 "
Oct. 10, 1980	James S. Hinds	"	10,000.00	11 "

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Sep. 12, 1980	July 25, 1979	Westerkirk Holdings Inc.	Blake Resources Ltd. - Common Shares	8.87	80,000 shrs
Nov. 5, 1980	Oct. 30, 1978	Lakelyn Syndicate	Twin Gold Mines Ltd. (Formerly Lakelyn Mines Inc.)	Distribution to Syndicate Members	300,000 "
Oct. 31, 1980	Aug. 13, 1979	Petrosol Investors	Petro-Sun Inc. (Formerly Thermo-Solar Inc.)	3.65	7,500 "

FORMS 12 AND FORM 19 SCHEDULE 3 (continued)

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 28, 1980	July 25, 1979	Great Northern Financial Corporation	Blake Resources Limited - Common Shares	\$ 8.25	25,500 shrs
Nov. 4, 1980	June 12, 1980	Brascan Limited	Bank of Montreal - Common Shares	31.00	100,000 "
Oct. 31, 1980	July 18, 1979	Credit Industriel Desjardins Inc.	Steel Company of Canada Limited - Preferred Shares Series "A"	25.00	200,000 "
Oct. 15, 1980	July 16, 1979	"	Dominion Foundries and Steel Limited - Series I Preferred Shares	25.00	200,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Conwest Exploration Company Limited	Chance Mining and Exploration Company Limited - Common Shares	292,500 shares
Rogers Investments Limited et al	Canadian Cablesystems Limited - Class "A" and/or Class "B" Shares	500,000 "
Independent Mining Corporation Limited	Mirado Nickel Mines Limited - Common Shares	39,000 "

SUPPLEMENT "X" TO WEEKLY SUMMARY, WEEK ENDING
14TH NOVEMBER, 1980.

AMENDED INTERIM O.S.C. POLICY NO. 3-48

REQUEST FOR COMMENTS

MANAGEMENT'S REPORT DISCLOSING CONTINGENCIES
AND GOING CONCERN CONSIDERATIONS IN FINANCIAL
STATEMENTS

Background

The auditing standards required or recommended by The Canadian Institute of Chartered Accountants as of November 1, 1980, will no longer require auditors, when satisfied that the accounting for and disclosure of contingencies and going concern considerations in the financial statements is otherwise in accordance with generally accepted accounting principles, to draw attention to such contingencies and considerations that may affect the financial position of a company being reported upon by expressing a reservation of opinion in the auditor's report accompanying the financial statements.

Interim Policy

In view of the reliance that the readers of financial statements audited by Canadian accountants have come to place on the presence or absence of such reservations of opinion in the past the Commission, during an interim period within which it proposes reviewing this development insofar as audited financial statements required to be filed under The Securities Act, 1978, has determined that where there are contingencies and going concern considerations that would affect the financial position of the issuer reported upon effective November 1, 1980, and until further notice, there shall be included on or immediately adjacent to the page on which the auditor's report appears Management's Report on such contingencies and considerations in the form set out below.

Form of Report

MANAGEMENT'S REPORT ON FINANCIAL STATEMENTS

TO SHAREHOLDERS

Because of a change in the auditing standards required or recommended by The Canadian Institute of Chartered Accountants, the company's auditors are no longer required to draw attention to contingencies and going concern considerations affecting the company by expressing a reservation of opinion in their report. These contingencies and considerations are fully discussed in Note * to the financial statements and you are specifically requested to refer to the information contained in that (those) note(s) when reviewing the financial statements to which this report relates.

DATED at * this * day of * , 19 * .

(Title)

Request for Comments

This is an interim measure. The Commission requests comments from interested parties on the interim step taken to resolve the problem, including other alternatives designed to highlight such contingencies for the reader. These comments should be sent to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7, by December 31, 1980.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

SUPPLEMENT "X-1" TO WEEKLY SUMMARY, WEEK ENDING
14TH NOVEMBER, 1980.

PROPOSED AMENDMENT: NATIONAL POLICY NO. 9:
MUTUAL FUNDS - FORWARD PRICING, SALES AND
REDEMPTIONS

Background

The Canadian Securities Administrators at their Annual Meeting in Toronto, on October 30, 1980, concluded that monthly valuations in equity mutual funds can result in significant differences in the net asset value of the security between the time the order to redeem is lodged and the time of the next valuation. They have, therefore, agreed that once a week valuations are more appropriate, at the minimum, for an equity fund.

Proposed Amendment

It is, therefore, proposed that National Policy No. 9 be amended, effective January 1, 1981, by replacing the first sentence of section 2 with the following so the section would read:

"2. The net asset value per share or unit for a mutual fund shall be computed no less frequently than once in each week if 50% or more of its assets at market value, are invested in shares and no less frequently than once a month for all other mutual funds. Where a mutual fund computes net asset value less frequently than daily, firm orders for sales and requests for redemptions shall be implemented at the net asset value next computed after receipt of such orders or requests. Where the computation is made monthly, the mutual fund may require that the request for redemption be submitted to it up to ten days prior to the date of the computation or, in unusual circumstances rendering this impracticable and with the specific approval of the Commission up to thirty days prior to the date of the computation".

Request for Comments

The Commission requests comments from interested parties on the aforementioned proposed amendment to National Policy No. 9. Comments should be sent to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7, by Friday, December 5, 1980.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

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No. 44/80



10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 21ST NOVEMBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I

NOTICE TO REGISTERED DEALERS
RE: UNIFORM ACT POLICY 2-13,
ADVERTISING DURING WAITING
PERIOD BETWEEN PRELIMINARY
AND FINAL PROSPECTUSES

SUPPLEMENT "C"

NATIONAL POLICY NO. 32,
PROSPECTUS WARNING RE: SCOPE
OF DISTRIBUTION

Please include this page in your
policy manual.

SUPPLEMENT "X"

INTERIM OSC POLICY NO. 3-51,
(SUPPLEMENTING UNIFORM ACT
POLICY 2-05)
RIGHTS OFFERING: STAND-BY UNDERWRITING
OR OPTIONS TO PRINCIPAL SECURITYHOLDERS

SUPPLEMENT "X-1"

INTERIM OSC POLICY NO. 3-52,
BUSINESS AND ASSET COMBINATIONS:
SHAREHOLDERS' APPROVAL: MAJORITY
OF THE MINORITY TEST

SUPPLEMENT "X-2"

O.S.C. INTERIM POLICY NO. 3-53,
JOINT HEARINGS WITH OTHER PROVINCIAL
ADMINISTRATORS - CONDITIONS PRECEDENT
AND COSTS

NOTICE I

NOTICE TO REGISTERED DEALERS

RE: UNIFORM ACT POLICY 2-13,
ADVERTISING DURING WAITING
PERIOD BETWEEN PRELIMINARY
AND FINAL PROSPECTUSES

The Commission directs the attention of all registered dealers who propose advertising during the period between the filing of a preliminary prospectus and the issuance of a receipt for the final prospectus to this policy.

CEASE TRADING ORDERS - THE SECURITIES ACT

DREADNOUGHT INVESTMENTS LIMITED
UNIVERSAL SECTIONS LIMITED

Temporary cease trading order issued 21st November, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 5th December, 1980, at 10.00.a.m.

GOTHIC MINES & OILS LIMITED
INTERNATIONAL PHOENIX CAPITAL CORP.
TYNE TERRACE HOMES LIMITED

Temporary cease trading order issued 19th November, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 3rd December, 1980, at 10.00.a.m.

OCEANIC IRON ORE OF CANADA LTD.

Upon the consent of Oceanic Iron Ore of Canada Ltd. (the "Company") pending dissemination of an announcement concerning the affairs of the Company;

Pursuant to S.123(3) of The Securities Act, S.O. 1978, C.47, as amended, the Commission ordered that all trading in securities of the Company shall cease forthwith for a period of fifteen days from 20th November, 1980.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

EXEMPT PURCHASERS

The Commission renewed the exemption under S.34(1)4 of The Securities Act, 1978, with respect to each of the undermentioned for the ensuing twelve months:

- CANADIAN GAS AND ENERGY FUND LIMITED
- CANADIAN SECURITY GROWTH FUND LIMITED

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

STATUTORY DISCLOSURE: REPEAT DEFAULTERS

The Commission's attention has been directed to the fact that the following reporting issuers have failed on at least two separate occasions to file the information required to be furnished to its shareholders by either The Securities Act or The Business Corporations Act within the time limited by statute and have only done so previously after a notice of default has been issued to it by the Commission.

- DREADNOUGHT INVESTMENTS LIMITED
- INTERNATIONAL PHOENIX CAPITAL CORP.
- TYNE TERRACE HOMES LIMITED

REVIVED CORPORATION

WOLVERTON LAKE GOLD MINES LIMITED

The above-noted corporation was revived by order dated 6th October, 1980.

The cease trading order issued by the Commission on 9th November, 1976, continues in full force and effect.

PROSPECTUSES

CMS PETROLEUM CORPORATION LIMITED

The preliminary prospectus dated July 25, 1980 has been withdrawn at the request of the company.

CIRCUS TIVOLI

Final receipt issued November 18, 1980 for prospectus dated November 18, 1980 qualifying for sale in Ontario 500 units of an Ontario limited partnership to be offered at \$5,000 per unit.

Agent: Gardiner, Watson Limited
Richardson Securities of Canada

CONSOLIDATED-BATHURST INC.

The preliminary prospectus dated August 29, 1980 has been withdrawn at the request of the company.

"INCUBUS"

Final receipt dated November 30, 1980 issued for a prospectus dated November 13, 1980, qualifying for sale 1,095 units of undivided interest in a feature-length motion picture film presently titled "Incubus" at a purchase price of \$1,500 per unit.

This issuer is not underwritten but is offered on a best efforts basis.

Agent: Shearson Loeb Rhoades (Canada) Inc.

PETROLEUM ROYALTIES LIMITED

The preliminary prospectus dated August 27, 1980 has been withdrawn at the request of the company.

STONEHILL PARTNERSHIP

Final receipt issued November 19, 1980 for prospectus dated November 17, 1980 qualifying for sale in Ontario 450 units of limited partnership interest in the Stonehill Partnership at a price of \$10,000 per unit.

Distributor: Realco Securities Corporation

RELEASE FROM ESCROW

SILVER LEADER MINES LIMITED
(NOW: PETROFLO PETROLEUM CORPORATION)

Consent has been given to the change in escrow agent from National Trust Company, Limited (National) to Crown Trust Company (Crown Trust).

Consent has also been given to the physical transfer of the 583,475 escrowed shares from National to Crown Trust.

The 583,475 escrowed shares are to be held by Crown Trust under the same terms and conditions as agreed to by National.

TRANSFERS WITHIN ESCROW CANCELLED

CRACKINGSTONE MINES LIMITED

Consent dated August 13, 1980 cancelled November 21, 1980.

<u>From</u>	<u>To</u>	<u>Number of Shares</u>
The Estate of John Maitland Macintosh	William M. Macintosh	549
	Ian A. Macintosh	548
	Heather L. Yeigh	549
	Janet H. Kingsmill	549

MIRADOR MINES LIMITED

Consent dated August 12, 1980 cancelled November 18, 1980.

<u>From</u>	<u>To</u>	<u>Number of Shares</u>
The Estate of John Maitland Macintosh	William M. Macintosh	20,625
	Ian A. Macintosh	20,625
	Mrs. Heather L. Yeigh	20,625
	Mrs. Janet H. Kingsmill	20,625

O'BRIEN ENERGY & RESOURCES LIMITED

Consent dated August 11, 1980 cancelled November 18, 1980.

<u>From</u>	<u>To</u>	<u>Number of Shares</u>
The Estate of Violet H. Kightley	Edward E. Kightley	126

RIGHTS OFFERING

NEW UNGAVA COPPER CORPORATION LIMITED

Material acceptable to the Commission has been received with respect to an offering to shareholders of record November 20, 1980.

STATEMENT OF MATERIAL FACTS

CANADIAN LENCOURT MINES LIMITED
(NO PERSONAL LIABILITY)

The company is offering by means of a fixed price offering of up to 700,000 treasury shares on the floor of The Toronto Stock Exchange at such price per share which shall provide a net of not less than \$400,000 to the company after agent's commission.

Agent: Jones, Gable & Company Limited

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Band-Ore Gold Mines Limited	The Estate of Harry F. Marentette	Delores M. A. Marentette	54,367
Berkeley Mines Limited	Robert Peers Buckley	Nornat	8
"	Merrill Lynch, Pierce Fenner & Smith Inc.	Leo Tiryak	88
Royex Sturgex Mining Limited	The Estate of Thurne Parks	Ann Barlow	11,283
	"	Robert Parks	11,283
	"	Elaine Joan Parks	16,926
"	"	Katherine L. Parks	33,852
"	"	Josephine Frances Parks	39,494

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

NOVEMBER 14th, 1980

SYDNEY DEVELOPMENT CORPORATION NATIONAL ISSUE - B.C.

OFFERING 1,000,000 UNITS, EACH UNIT CONSISTING OF 1
COMMON SHARE (WITHOUT PAR VALUE) AND 1 SERIES "A"
WARRANT TO PURCHASE 1 COMMON SHARE OF SYDNEY DEVELOPMENT
CORPORATION.

PRICE PER UNIT: \$1.50

AGENT: WALWYN, STODGELL, COCHRAN, MURRAY LIMITED

NOVEMBER 17th, 1980

NOVA, AN ALBERTA CORPORATION NATIONAL ISSUE-ALBERTA

OFFERING * % SINKING FUND DEBENTURES, SERIES 7 (UNSECURED
AND REDEEMABLE) AT THE PRICE OF \$ * AND ACCRUED INTEREST.

UNDERWRITERS: DOMINION SECURITIES LIMITED

PITFIELD MACKAY ROSS LIMITED

NOVEMBER 19th, 1980

CHANCELLOR FINANCIAL FUTURES FUND NAT'L. ISSUE-ONTARIO

OFFERING 5,000 UNITS OF LIMITED PARTNERSHIP INTEREST AT
THE PRICE OF \$1,060 (U.S.) PER UNIT AND A MINIMUM
PURCHASE OF 5 UNITS.

AGENT: BACHE HALSEY STUART CANADA LTD.

ECHO BAY MINES LTD. NATIONAL ISSUE-ONTARIO

OFFERING 1,300,000 UNITS EACH UNIT CONSISTING OF ONE \$ *
CUMULATIVE REDEEMABLE VOTING PREFERRED SHARE TOGETHER
WITH FOUR GOLD PURCHASE WARRANTS AT THE PRICE OF \$ 50
PER UNIT.

UNDERWRITERS: BURNS FRY LIMITED

WOOD GUNDY LIMITED

NOVEMBER 20th, 1980

BRINCO 81 ENERGY PROGRAM NATIONAL ISSUE-ALBERTA

OFFERING 10,000 LIMITED PARTNERSHIP UNITS AT THE PRICE
OF \$1,000 PER UNIT AND A MINIMUM PURCHASE OF 5 UNITS.

AGENT: BELL GOUINLOCK LIMITED

SYSTEMHOUSE LTD. NATIONAL ISSUE-ONTARIO

OFFERING * CLASS A COMMON SHARES AT THE PRICE OF \$ *
PER SHARE.

UNDERWRITER: WOOD GUNDY LIMITED

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ABITIBI-PRICE INC.	F F
ACKLANDS LIMITED	E
ADVANCE MURGOR EXPLORATIONS LIMITED	F
AGRA INDUSTRIES LIMITED	E
ALBERTA NATURAL GAS COMPANY LTD.	C
ALCAN ALUMINUM LIMITED	E
ALGOMA STEEL CORPORATION LIMITED, THE	C E E
ALGONQUIN MERCANTILE CORPORATION	A B
ALLARCO DEVELOPMENTS LTD.	E
ALLIED CHEMICAL CORPORATION	C
AMERICAN QUASAR PETROLEUM CO.	E
ANDRES WINES LTD.	C
ANGLO COMPANY LIMITED	E
AQUITAINE COMPANY OF CANADA LTD.	E
ARBOR CAPITAL RESOURCES INC.	E
ARGOSY MINING CORPORATION LIMITED	C E E
ARGUS CORPORATION LIMITED	E
ASAMERA INC.	E
ASH TEMPLE LIMITED	C
ASSOCIATED PORCUPINES MINES LIMITED	F
ATCO LTD.	E
ATLANTIC RICHFIELD COMPANY	E E
B B C REALTY INVESTORS	C
B P CANADA INC.	E E
BANISTER CONTINENTAL LTD.	E
BANK OF BRITISH COLUMBIA	E
BANNER FUND	C
BAR RESOURCES LIMITED	E
BEETZ EXPLORATIONS LIMITED	B
BELDING-CORTICELLI INC.	C
BLACKWOOD HODGE (CANADA) LIMITED	E
BLYTHWOOD MINING LIMITED	A B
BM-RT REALTY INVESTMENTS	C
BOLTON TREMBLAY INCOME FUND	E
BOLTON TREMBLAY INTERNATIONAL FUND	E
BOMBARDIER INC.	B E

BORDER CHEMICAL COMPANY LIMITED	C
BOW VALLEY INDUSTRIES LTD.	E
BRALORNE RESOURCES LIMITED	C
BRASCAN LIMITED	E
BRENDA MINES LIMITED	C
BRINCO LIMITED	E F
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E
BRITISH COLUMBIA PACKERS LIMITED	C
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E
BROWN-McDADE MINES LIMITED	E
C-I-L INC.	E
CABOT TRUST COMPANY	C
CAMINDEX MINES LIMITED	E
CANADA CEMENT LAFARGE LTD.	E
CANADA CUMULATIVE FUND	E
CANADA DEVELOPMENT CORPORATION	E
CANADIAN CABLESYSTEMS LIMITED	E E E E
CANADIAN CELLULOSE COMPANY, LIMITED	E
CANADIAN CORPORATE MANAGEMENT COMPANY LIMITED	C E
CANADIAN MARCONI COMPANY	E
CANADIAN NATURAL RESOURCES LIMITED	E
CANADIAN OCCIDENTAL PETROLEUM LTD.	C
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CANADIAN PACIFIC LIMITED	E E
CANADIAN RESERVE OIL & GAS LTD.	E
CANADIAN UTILITIES LIMITED	C
CANDEL OIL LTD.	E E
CANRAY RESOURCES LIMITED	E
CANRON INC.	E
CARMA DEVELOPERS LTD.	E E E E E E
CASSIAR RESOURCES LIMITED	C E
CHANCELLOR ENERGY RESOURCES INC.	C E E E
CHIB-KAYRAND COPPER MINES LIMITED	C
CHIEFTAIN DEVELOPMENT CO LTD.	E
CLAREVIEW GARDENS APARTMENT PROJECT	C
COMMERCIAL OIL AND GAS LTD.	E
CONSOLIDATED IMPERIAL RESOURCES LIMITED	E
CONTROL DATA CORPORATION	C
CONTROLLED FOODS INTERNATIONAL LTD.	E
COPCONDA RESOURCES INC.	E
COPP CLARK LIMITED	E
CORONATION GOLD EXPLORATIONS INC.	E
COSTAIN LIMITED	C E
COURVAN MINING COMPANY LIMITED	A B
CUVIER MINES INC.	C
CYPRUS ANVIL MINING CORPORATION	C
DALCO PETROLEUM LTD.	C
DAVIS DISTRIBUTING LIMITED	A B
DICKENSON MINES LIMITED	E
DIGITECH LTD.	A B
DOME PETROLEUM LIMITED	E

DOMEQUITY GROWTH & CALGARY LTD.	C
DOMINION BRIDGE COMPANY LIMITED	C E
DOW CHEMICAL COMPANY, THE	C
DRG LIMITED	C
DRUMMOND, MCCALL INC.	E
DUNDEE-PALLISER RESOURCES INC.	C
EAST SULLIVAN MINES LTD.	A B
EASTERN PROVINCIAL AIRWAYS LIMITED	E
ELECTROHOME LIMITED	C
EMCO LIMITED	E
FEDERAL INDUSTRIES LIMITED	E E E
FEDERAL PIONEER LIMITED	C
FIRST CITY FINANCIAL CORPORATION LTD.	E
FIRST CITY TRUST COMPANY	E
FRANCANA OIL & GAS LTD.	E
GARBELL HOLDINGS LIMITED	C
GASLITE PETROLEUM LTD.	C
GENERAL AMERICAN PROPERTIES INC.	C
GENERAL MOTORS CORPORATION	E
GENSTAR LIMITED	E
GETTY OIL COMPANY	E
GIANT YELLOWKNIFE MINES LIMITED	C
GOLDALE INVESTMENTS LIMITED	E F
GOLDLUND MINES LIMITED	E
GOLDSEC EXPLORATIONS LIMITED	B
GOTAAS-LARSEN SHIPPING CORPORATION	F
GRAFTON GROUP LIMITED	C
GREAT NORTHERN FINANCIAL CORPORATION	C E
GULCH RESOURCES LTD.	C
GULF & WESTERN INDUSTRIES, INC.	A B E
GULF CANADA LIMITED	C
GULF OIL CORPORATION	C
GULFSTREAM RESOURCES CANADA LIMITED	E
HALLIBURTON COMPANY	C
HAWKER SIDDELEY CANADA INC.	E
HUCAMP MINES LIMITED	C
HUDSON'S BAY OIL AND GAS COMPANY LIMITED	E
HUDSON BAY MINING AND SMELTING CO. LIMITED	E E
HUGHES TOOL COMPANY	C
HYDRA EXPLORATIONS LIMITED	A B C
I.U. INTERNATIONAL CORPORATION	E
IMASCO LIMITED	E E E
IMPERIAL OIL LIMITED	C E E
INDAL LIMITED	C
INDUSTRIAL AMERICAN FUND	C
INDUSTRIAL DIVIDEND FUND LIMITED	C
INDUSTRIAL EQUITY FUND LIMITED	C
INDUSTRIAL GROWTH FUND	C
INDUSTRIAL INCOME FUND	C
INDUSTRIAL PENSIONS FUND	C
INTER-CITY GAS LIMITED	E
INTERPROVINCIAL STEEL & PIPE CORP. LTD.	F

INVESTORS GROWTH FUND OF CANADA LTD.	A B
IVACO LTD.	E
JANNOCK LIMITED	E
JOHNSON AND JOHNSON	C
JOSEX LIMITED	C
K. T. RESOURCES LIMITED	E
KAISER RESOURCES LTD.	E
KAPPA INVESTMENTS LIMITED	E
KAPS TRANSPORT LTD.	E
KERR ADDISON MINES LIMITED	C E
KERR-MCGEE CORPORATION	E
LACANA MINING CORPORATIO	C
LAIDLAW TRANSPORTATION LIMITED	E E E
LANDMARK GROWTH FUND LIMITED	C
LAVA CAP RESOURCES LTD.	E
LENORA EXPLORATIONS INC.	F
LITTLE LONG LAC GOLD MINES LIMITED	E E
LOCHIEL EXPLORATION LTD.	E
LOGISTEC CORPORATION	C
LYNX-CANADA EXPLORATIONS LTD.	C
LYTTON MINERALS LIMITED	E E
M W RESOURCES LIMITED	F
MACLEAN-HUNTER CABLE T.V. LTD.	E
MacMILLAN BLOEDEL LIMITED	C E
MADELEINE MINES LTD.	E
MAJESTIC WILEY CONTRACTORS LIMITED	E
MARKEL FINANCIAL HOLDINGS LIMITED	C
MASSEY-FERGUSON LIMITED	E E
McFINLEY MINES LIMITED	C
McINTYRE MINES LIMITED	E
MEDCON RESOURCES LTD.	E
MELCOR DEVELOPMENTS LTD.	C
MESA PETROLEUM	C
METALORE RESOURCES LIMITED	C
MICC INVESTMENTS LIMITED	E
MOBIL CORPORATION	E
MOLSON COMPANIES LIMITED, THE	C
MOUNT JAMIE MINES LIMITED	F
N B COOK CORPORATION LTD.	E
NASHUA CORPORATION	C
NATIONAL SEA PRODUCTS LIMITED	C
NEW BRUNSWICK TELEPHONE CO. LTD., THE	C
NEW KELORE MINES LTD.	E
NEW MOUNT COSTIGAN MINES LIMITED	C
NEW PROVIDENCE DEVELOPMENT COMPANY LIMITED,	
THE	A
NEW QUEBEC RAGLAN MINES LIMITED	C
NIAGARA STRUCTURAL STEEL COMPANY LIMITED	E
NORANDA MINES LIMITED	E E E
NORCEN ENERGY RESOURCES LIMITED	C E
NORMICK PERRON, INC.	C
NORTH AMERICAN COMBUSTION TECHNOLOGY	
CORPORATION	E

NORTHERN TELECOM LIMITED	E
NORTHGATE EXPLORATION LIMITED	E
NORTHLAND OILS LIMITED	C
NOTHING PERSONAL	E
NOVA, AN ALBERTA CORPORATION	E
NU-WEST GROUP LIMITED	E
NUMAC OIL & GAS LTD.	C
O P I LTD.	C E
OAKWOOD PETROLEUMS LTD.	E E E
OCEANIC IRON ORE OF CANADA LIMITED	E
ONYX PETROLEUM EXPLORATION COMPANY LTD.	E
PACIFIC COPPER MINES LTD.	E
PAN CANA RESOURCES LTD.	E
PHILLIPS CABLES LIMITED	C
PHILLIPS PETROLEUM COMPANY	C
PINTO MALARTIC GOLD MINES LIMITED	C
PLACE GAS & OIL COMPANY LIMITED	C
POLYSAR LIMITED	E
POMINEX LTD.	E
POWER CORPORATION OF CANADA	E
PRECAMBRIAN SHIELD RESOURCES LIMITED	E
PREMIER COMMUNICATIONS LIMITED	E
PREMIER TRUST COMPANY, THE	C
Q.M.G. HOLDINGS INC.	E
QUASAR PETROLEUM LTD.	E
RANGER OIL LIMITED	E
REALCAP HOLDINGS LIMITED	C
REVENUE PROPERTIES COMPANY LIMITED	C
RILEY'S DATASHARE INTERNATIONAL LTD.	E
RIO ALGOM LIMITED	E
ROLLAND INC.	C
RUSSEL HUGH INC.	E
SASKURAN EXPLORATIONS INC.	E
SCINTILORE EXPLORATIONS LIMITED	E
SEAGRAM COMPANY LTD., THE	A
SEAWARD RESOURCES LTD.	E
SHAW INDUSTRIES LTD.	E
SHELL CANADA LIMITED	C
SHELL OIL COMPANY	C
SKYE RESOURCES LTD.	E
SLATER STEEL INDUSTRIES LIMITED	E E
SLOCAN-RAMBLER MINES (1947) LIMITED	C
SOLO RESOURCES & ENERGY INC.	C
SOMERVILLE BELKIN INDUSTRIES LIMITED	E E
SONOR INVESTMENTS LIMITED	C
STEEP ROCK IRON MINES LIMITED	E
STEINBERG INC.	B
STERISYSTEMS LTD.	C
STERLING EQUITY FUND	C
STERLING TRUST CORPORATION	C
SULPETRO LIMITED	E E E E
SUNBURST EXPLORATION LIMITED	E

SUNCOR INC.	C E E E
SUPERIOR OIL COMPANY, THE	C
T D REALTY INVESTMENTS	C
TECUMSEH GAS STORAGE LIMITED	C
TELE-METROPOLE INC.	B
TEXACO CANADA INC.	E
TEXAS EASTERN CORPORATION	C E
TEXASGULF INC.	C E
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	E E E
THORNCREST EXPLORATIONS LIMITED	C
TIMKEN COMPANY, THE	E
TORSTAR CORPORATION	E
TOTAL PETROLEUM (NORTH AMERICA) LTD.	E
TRADERS GROUP LIMITED	E
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	C E E
TRANS-WESTERN EXPLORATION, INC	E
TRANSCANADA PIPELINES LIMITED	E E E
TRINITY CHIBOUGAMAU MINES LIMITED	A B C
TRINITY RESOURCES LTD.	E
TURBO RESOURCES LIMITED	E
UNITED ASBESTOS INC.	E
UNITED FINANCIAL MANAGEMENT LTD.	C
UNITED WESTBURNE INDUSTRIES LIMITED	E
VESTGRON MINES LIMITED	E
VICTORIA AND GREY TRUST COMPANY "GROWTH FUND"	C
VICTORIA AND GREY TRUST COMPANY "MORTGAGE INCOME FUND"	C
VULCAN INDUSTRIAL PACKAGING LIMITED	E
WAINOCO OIL CORPORATION	C E
WAJAX LIMITED	E E E E
WALDEC OF CANADA LIMITED	C
WARDAIR INTERNATIONAL LTD.	E E
WCI CANADA LIMITED	E
WELDWOOD OF CANADA LIMITED	C
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	E
WESTCOAST PETROLEUM LTD.	C
WESTCOAST TRANSMISSION COMPANY LIMITED	C
WESTERN BROADCASTING COMPANY LTD.	E E
WESTERN MINES LIMITED	E
WESTERN URANIUM EXPLORATIONS INC.	A B
WHONNOCK INDUSTRIES LIMITED	F
WILSHIRE OIL COMPANY OF TEXAS	C E E
WINDFALL OILS & MINES LIMITED	F
WIX CORPORATION LIMITED	C E
WOODSREEF MINERALS LTD.	E E
YORK CENTRE CORPORATION	A B
ALDONA MINES LIMITED	C
AVCO FINANCIAL SERVICES INC.	C
AZORA MINERALS INC.	B C
B C I FURNITURE LIMITED	A B
GODERICH ELEVATORS LIMITED	C
GRANGES EXPLORATION A B	E

HEMERDON MINING & SMELTING LTD.	E
HEMISPHERE DEVELOPMENT CORPORATION	C
INTERNATIONAL PAPER COMPANY	C
JUPITER DEVELOPMENT CORPORATION LIMITED	A B
KANDAHAR RESOURCES LIMITED	A B
LABATT BREWING COMPANY LIMITED	E
NEW SCOPE RESOURCES LIMITED	E
NEW UNGAVA COPPER CONSTRUCTION LIMITED	E
NUGOLD ENTERPRISES CORP.	E
ORION CAPITAL CORPORATION	E
PANCONTINENTAL PETROLEUM LIMITED	B
PUBLIC SERVICE ELECTRIC AND GAS COMPANY	E
SEABOARD LIFE INSURANCE COMPANY	C
SENECA DEVELOPMENTS LTD.	A B C
TANDY CORPORATION	C E
TEMAGAMI OIL & GAS LTD.	E
T I W INDUSTRIES LTD.	C
UNION CARBIDE CORPORATION	C E
UNITED INVESTMENT SERVICES LTD.	C
ZIMMER HOMES CORPORATION	E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 31, 1980	Irene Owen	Cincinnati-Porcupine Mines Limited - Common shares with option to purchase additional 100,000 shares	\$.50	200,000 shrs
Oct. 31, 1980	M and M Investment Co.	"	.525	200,000 "
Nov. 6, 1980	D.M. Ross for G. Ross and Family	Nimrod 80-81 Oil and Gas Partnership - Units plus Warrants to purchase Common shares of Nimrod Resources Limited	5,000.00 .05	50 units 50,000 wts
Nov. 6, 1980	Claude Frost	"	5,000.00 .05	10 units 10,000 wts
Nov. 6, 1980	Saul Ellis & Sid Cohen	"	5,000.00 .05	10 units 10,000 wts
Nov. 6, 1980	J. H. Stewart	"	5,000.00 .05	10 units 10,000 wts
Nov. 6, 1980	Stanley Stankeiwicz	"	5,000.00 .05	10 units 10,000 wts
Nov. 6, 1980	G. Hanna	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	C. Barltrop	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	A. W. G. Elve	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Michael Doherty	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Douglas Salmon	"	5,000.00 .05	5 units 5,000 wts

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 6, 1980	J. Barry Curtis	Nimrod 80-81 Oil and Gas Partnership - Units plus Warrants to purchase Common shares of Nimrod Resources Limited	\$ 5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	George Jennison	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Norman Shamie	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	George Ollerenshaw	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Robert P. Seagram	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Hugh C. Cayley	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	J. A. Price	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	John Sharpe	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Dario Sodero	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Dynamact Enterprises Limited	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Michael Manley	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Anthony Comisso	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Breithaupt Syndicate	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	Wilfred Kravetsky	"	5,000.00 .05	5 units 5,000 wts
Nov. 6, 1980	John S. Grant, Jr.	"	5,000.00 .05	5 units 5,000 wts

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 7, 1980	The Buik Syndicate	North American Combustion Technology Corporation - unit consisting of Common shares and Warrants	\$ 100,000.00	1 unit
Nov. 7, 1980	The Dunderhead Syndicate	"	100,000.00	1 "
Nov. 7, 1980	Growth Equity Fund Limited	"	100,000.00	3 units
Nov. 7, 1980	The Reed Syndicate	"	100,000.00	1 unit
Nov. 7, 1980	Mr. John Rykert	"	100,000.00	1 "
Nov. 7, 1980	The Richman Syndicate	"	100,000.00	2 units
Nov. 7, 1980	The Steiner Syndicate	"	100,000.00	1 unit
Nov. 7, 1980	The Watson Syndicate	"	100,000.00	1 "
Nov. 14, 1980	Mr. Morris H. Starkman	The SKRBG Energy Syndicate-Units	1,000.00	10 units
Nov. 14, 1980	Mr. Bernard Kraft	"	1,000.00	5 "
Nov. 14, 1980	Mr. Jack Rothman	"	1,000.00	5 "
Nov. 14, 1980	Mr. Norman Grill	"	1,000.00	5 "
Nov. 14, 1980	Mr. Sydney Greenstein	"	1,000.00	30 "
Nov. 14, 1980	Mr. Wallace MacDonald	"	1,000.00	10 "
Nov. 14, 1980	Dr. Harry Weisfeld	"	1,000.00	10 "
Nov. 14, 1980	Mr. Sidney Birken	"	1,000.00	15 "
Nov. 14, 1980	Mr. Ralph Milrod	"	1,000.00	5 "
Nov. 14, 1980	Dr. Martin Bernbaum	"	1,000.00	10 "
Nov. 14, 1980	Dr. Melvin D. Charendoff	"	1,000.00	10 "
Nov. 14, 1980	Dr. Alan Green	"	1,000.00	25 "
Nov. 14, 1980	Mr. Harold Mecklinger	"	1,000.00	50 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 14, 1980	Dr. Marvin G. Mecklinger	The SKRBG Energy Syndicate-Units	\$ 1,000.00	15 units
Nov. 14, 1980	Dr. C. W. Barootes	"	1,000.00	15 "
Nov. 14, 1980	Mr. Fred Sharf	"	1,000.00	50 "
Nov. 14, 1980	Mr. Hy Shore	"	1,000.00	25 "
Nov. 14, 1980	Mr. Mendy Sharf	"	1,000.00	50 "
Nov. 14, 1980	Mr. Harry Gorman	"	1,000.00	10 "
Nov. 14, 1980	Television Antenna & Service Co. Ltd.	"	1,000.00	50 "
Nov. 14, 1980	Mr. Michael J. Murray	"	1,000.00	20 "
Nov. 14, 1980	Mr. Irving Beckerman	"	1,000.00	25 "
Nov. 14, 1980	Mr. Gilbert Goodman	"	1,000.00	25 "
Nov. 14, 1980	Grace Wallpapers (Canada) Ltd.	"	1,000.00	10 "
Nov. 14, 1980	Mr. Milton Shier	"	1,000.00	25 "
Nov. 14, 1980	Davred Investments Limited	"	1,000.00	10 "
Nov. 14, 1980	Mr. Louis Stulberg	"	1,000.00	10 "
Nov. 14, 1980	Mr. Ellie Rotenberg	"	1,000.00	10 "
Nov. 14, 1980	Phillip Gotlieb Sales Limited	"	1,000.00	5 "
Nov. 14, 1980	Mr. Alphonse Iannazzo	"	1,000.00	5 "
Nov. 14, 1980	Mr. Stanley Arbus	"	1,000.00	5 "
Nov. 14, 1980	Mr. Lou Kirshenblatt	"	1,000.00	5 "
Nov. 14, 1980	Dr. Bernard Crystal	"	1,000.00	5 "
Nov. 14, 1980	Mr. Ralph Goldman	"	1,000.00	5 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 14, 1980	Dr. Irving Petroff	The SKRBG Energy Syndicate-Units	\$ 1,000.00	5 units
Nov. 14, 1980	Dr. J.M. Kirschbaum	"	1,000.00	10 "
Nov. 14, 1980	Dr. Max Neiman	"	1,000.00	5 "
Nov. 14, 1980	Dr. Harry Weingarten	"	1,000.00	5 "
Nov. 14, 1980	Mr. Harry Shier	"	1,000.00	25 "
Nov. 14, 1980	Mr. John Gardon	"	1,000.00	75 "
Nov. 14, 1980	Dr. Howard Spillman	"	1,000.00	30 "
Nov. 14, 1980	Dr. Gunnar Lie	"	1,000.00	30 "
Nov. 14, 1980	Mr. Henry Petroff	"	1,000.00	10 "
Nov. 14, 1980	Mrs. Pearl Brody	"	1,000.00	5 "
Nov. 14, 1980	Dr. David Elliott	"	1,000.00	5 "
Nov. 14, 1980	Mr. Sydney Shrott	"	1,000.00	5 "
Nov. 14, 1980	Mr. Richard Sevaizlian	"	1,000.00	5 "
Nov. 14, 1980	Mr. James Benayon	"	1,000.00	25 "
Nov. 14, 1980	Dr. Irving B. Rosen	"	1,000.00	5 "
Nov. 14, 1980	Mr. Ernest Herzig	"	1,000.00	10 "
Oct. 24, 1980	Peter D. Marshall	Bridgeview Resources Inc. - Units	105,000.00	.25
Oct. 24, 1980	William Armstrong Miller	"	105,000.00	.25
Oct. 24, 1980	Gary J. Foley	"	105,000.00	.7143
Oct. 24, 1980	Donald M. Ross	"	105,000.00	1.6357
Oct. 24, 1980	Dr. Sean McDonough	"	105,000.00	.25
Oct. 24, 1980	Dr. Ronald Albert	"	105,000.00	.20
Oct. 24, 1980	Dr. John Boersma	"	105,000.00	.20
Oct. 24, 1980	Dr. Kenneth Clark	"	105,000.00	.10

Transaction Date	Purchaser	Security	Price	Amount
Oct. 24, 1980	Dr. John M. Houston	Bridgeview Resources Inc. - Units \$	105,000.00	.10 unit
Oct. 24, 1980	Dr. Michael Kane	"	105,000.00	.10 "
Oct. 24, 1980	Dr. Philip S. Little	"	105,000.00	.15 "
Oct. 24, 1980	Dr. Dennis F. Lyon	"	105,000.00	.10 "
Oct. 24, 1980	Dr. Alan R. MacDonald	"	105,000.00	.5 "
Oct. 24, 1980	Dr. Stephen Marcogliese	"	105,000.00	.15 "
Oct. 24, 1980	Dr. Gregory L. Mason	"	105,000.00	.10 "
Oct. 24, 1980	Dr. James R. Miles	"	105,000.00	.15 "
Oct. 24, 1980	Dr. Gerald Paquette	"	105,000.00	.10 "
Oct. 24, 1980	Dr. Robert T. Sare	"	105,000.00	.50 "
Oct. 24, 1980	Dr. Ivan Wambora	"	105,000.00	.15 "
Oct. 24, 1980	Dr. Arthur J. Vachon	"	105,000.00	.10 "
Oct. 24, 1980	George A. Cooper	"	105,000.00	.5 "
Oct. 24, 1980	Dr. Allan Green	"	105,000.00	.10 "
Oct. 24, 1980	Gordon W. Fancy	"	105,000.00	.5 "
Oct. 24, 1980	O'Shanter Development Company	"	105,000.00	2 units
Nov. 6, 1980	The Ron Como Group	Advance Murgor Explorations Limited - Common shares	.20	1,545,000 shrs
Oct. 31, 1980	The Burleson Syndicate	Cincinnati-Porcupine Mines Limited - Common Shares plus an option to purchase 117,500 Common Shares	.50	235,000 "
Aug. 8, 1980		Victoria and Grey Trust Company-12.60% subordinated Note Series "F"	6,000,000.00	6,000,000.00

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 23, 1980	Flora Agnew	Douglas Beattie Theatrical Productions Limited - Units of Limited Partnership Interest	\$ 3,500.00	1 unit
Oct. 23, 1980	Arnold H. Agnew	"	3,500.00	1 "
Oct. 23, 1980	Ann Abraham	"	3,500.00	1 "
Oct. 23, 1980	Douglas Beattie	"	3,500.00	6 units
Oct. 23, 1980	Carol A. McLean	"	3,500.00	1 unit
Oct. 23, 1980	Mark McLean	"	3,500.00	2 units

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 9, 1980- Oct. 29, 1980	March 1980	Livingston Industries Limited	The Resource Service Group Ltd. - Common Shares	12.00 to 13.50	125,000 shrs
Nov. 11, 1980- Nov. 12, 1980	Sep. 14, 1979	Northcal Investments Limited	Goldale Investments Limited - Class "A" Non-Voting Shares	11.50 to 11.875	35,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
96267 Canada Limited	First Calgary Petroleum Limited - Common Shares	49,378 shares
Crowborough Investments Limited	Spar Aerospace Limited - Common Shares	20,000 "

(68)

NATIONAL POLICY NO. 32

PROSPECTUS WARNING RE: SCOPE OF DISTRIBUTION

Background

The Canadian Securities Administrators at their meeting on October 30, 1980, concluded that it would be useful to adopt the widespread practice of noting through a legend at the top of preliminary and final prospectuses through which it is intended to effect distributions in more than one jurisdiction that those securities may lawfully only be sold in those jurisdictions in which a prospectus has been accepted for filing. In addition, it was thought that the warning should also note that the securities could only be distributed in that jurisdiction by persons registered in the jurisdiction.

Policy

Where it is proposed to distribute securities through a prospectus in more than one Canadian jurisdiction the following legend shall appear at the top of the front page of the preliminary prospectus and prospectus:

"The securities offered for sale through this prospectus may only be lawfully offered for sale in those jurisdictions in which this prospectus has been accepted for filing and therein only by persons permitted to sell such securities."

SUPPLEMENT "X" TO WEEKLY SUMMARY, WEEK ENDING
21ST NOVEMBER, 1980.

INTERIM OSC POLICY NO. 3-51

(Supplementing Uniform Act Policy 2-05)

RIGHTS OFFERING: STAND-BY UNDERWRITING OR OPTIONS
TO PRINCIPAL SECURITYHOLDERS

Background

The Commission has been concerned by some recent developments involving rights offerings where advantages appear to have been granted to principal securityholders or their associates and affiliates. In one case a principal shareholder increased its proportionate holdings when the rights offering was priced well above the market with the result that the principal shareholder was one of the few securityholders to take advantage of the offer. In other instances, a designated securityholder agreed to take up rights not exercised by other securityholders by way of a stand-by commitment. In certain of those cases the principal securityholder has been granted an option on additional securities, ostensibly as consideration for having undertaken such a stand-by commitment.

The Commission recognizes that principal securityholders will usually have representation on the board of directors of an issuer and may have access to accurate and current information concerning the issuer which provides such a principal securityholder with a more complete insight into the affairs of the issuer. The issuer may be perceived to be granting an advantage to a principal securityholder who has such an insight while similar opportunities are not made available to other public securityholders. It is important that confidence in the integrity of the capital market be maintained.

A rights offering pursuant to the exemption contained in clause 71(1)(h) of the Act enables an issuer to obtain funding without the cost and regulatory burden of a full prospectus filing. The desire of a principal investor to assure the success of such an offering, through an agreement to provide a stand-by commitment, while laudatory in itself, gives rise to concern that the same opportunity to enhance proportionate holdings is not offered pro rata to other similarly interested securityholders. The Commission is also concerned about the appearance of a special advantage when it is proposed to give one securityholder an option on shares which is not given to all securityholders in connection with a rights offering.

Policy

In the absence of special circumstances which can be demonstrated to justify alternative arrangements, the Commission will object to permitting a rights offering where,

1. a principal securityholder has agreed to provide a stand-by commitment to take up any securities unsubscribed for by other securityholders, unless a second stage right to take up any such unsubscribed securities is offered pro rata to all securityholders of the class who exercised their initial rights; or
2. options or other additional consideration are offered to any securityholder in connection with the rights offering.

Further, the Commission will enquire closely into any instances in which a rights offering is priced at or above the market.

Request for Comments

This policy is issued on an interim basis and will take effect immediately. Comments regarding this policy are invited and may be submitted to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7. Submissions should be received by the Secretary no later than 31st January, 1981. If no further amendments are made to this policy by 15th March, 1981, it will become final and no longer be considered an interim policy.

The Commission is of the view that private placements to principal securityholders, together with other forms of similar exempt distributions, involve certain of the same considerations included in this policy. Submissions are invited with respect to whether the policy ought to be expanded to include such other distributions.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

SUPPLEMENT "X-1" TO WEEKLY SUMMARY, WEEK ENDING
21ST NOVEMBER, 1980.

INTERIM OSC POLICY NO. 3-52

BUSINESS AND ASSET COMBINATIONS: SHAREHOLDERS'
APPROVAL: MAJORITY OF THE MINORITY TEST

The Commission is of the view that it is important, in order to maintain confidence in the integrity of the capital market, that adequate disclosure be made of complex and multi-step transactions. Such disclosure should provide a global view of the transactions and a more detailed analysis of the effect of the transaction on the securityholders of each of the issuers involved in the transaction.

Certain complex business combinations are structured in such a manner that securityholder approval is not required by the applicable statutes although the effect of the re-organization or combination is akin to that of an amalgamation where securityholder approval would clearly be required. Issuers should give serious consideration to providing securityholders with an opportunity to approve the corporate restructuring contemplated. Where the possibility exists that management or a dominant securityholder may be entitled or be perceived to be entitled to some benefit or advantage as a result of the restructuring which is unavailable to other securityholders the Commission believes that approval of the majority of the "minority" securityholders is appropriate for each issuer involved.

Issuers proposing to proceed with such restructurings may wish to discuss these transactions with the Director in order to review the proposed level of disclosure and determine whether minority securityholder approval would be preferable in the circumstances. The Commission is prepared to review the Director's views with the interested parties.

Request for Comments

This policy is issued on an interim basis and will take effect immediately. Comments regarding this policy are invited and may be submitted to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7. Submissions should be received by the Secretary no later than 31st January, 1981. If no further amendments are made to this policy by 15th March, 1981, it will become final and no longer be considered an interim policy.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

O.S.C. INTERIM POLICY NO. 3-53

JOINT HEARINGS WITH OTHER PROVINCIAL
ADMINISTRATORS - CONDITIONS PRECEDENT AND COSTS

Background

Section 2(4) of The Securities Act, 1978, permits the Commission to "hold hearings in or outside of Ontario in conjunction with any other body empowered by statute to administer or regulate trading in securities". The provision, which came into force with the new Act, confirmed the precedent established by the Commission, prior to its passage, when the Commission sat in Montreal with the Quebec Securities Commission to consider parallel applications made to both bodies based on the same evidence. In October, 1980, the Commission sat in Edmonton with the Alberta Securities Commission. Earlier the British Columbia Superintendent of Brokers had sat with the Commission in Toronto.

As a result of these most recent joint hearings, the Commission believes it will be useful to indicate those circumstances under which it will consider applications for joint hearings. Because of differences in legislation and circumstance it will not be possible to suggest to the Canadian Securities Administrators that we adopt this as a uniform policy.

Application for Joint Hearing -
Conditions Precedent

In determining whether to accede to a request for a joint hearing to be held outside of Ontario with one or more provincial securities administrators, the Commission will consider among others, the following matters,

1. Whether the issues raised through the applications and the evidence and arguments to be presented are substantially the same notwithstanding any apparent differences in the form of the applications before each tribunal or the specific legislation in each jurisdiction; and
2. that some urgent business necessity militates in favour of a joint hearing rather than two or more separate hearings with essentially the same evidence and argument presented to each tribunal; or

3. that the point is a novel one and that it is important to the business community and investors that securities administrators strive to achieve substantial uniformity in their interpretation of similar or identical provisions of securities legislation in each province.

Where the issue is also of interest to the Director, Corporations Branch, of the federal Department of Consumer and Corporate Affairs in administering the Canada Business Corporations Act, the applicant, in addition to making the request for a joint hearing to the appropriate provincial securities administrators, may also request that the federal officer be invited to join in the hearings.

Place of Hearing

Where the applicant requests that the hearing be held outside of Ontario, the Commission will consider the preponderance of convenience to the majority of interested parties taking into account where the majority of the parties reside or have their principal places of business, where the witnesses reside and where it might be said, if it can be determined, the greatest public interest in the pending applications is.

Payment of Expenses

The Commission has concluded that where the applicant requests a joint hearing for its benefit, notwithstanding any general public interests perceived in the holding of such a joint hearing, the applicant ought properly to undertake to meet such additional costs before the Commission will consider leaving the province to participate in such a joint hearing. These expenses and witness fees will be precisely those payable under the schedules provided for the reimbursement of travel expenses for the public service and for witness fees and travel expenses in hearings before the Commission.

It is proposed that the government participants will be reimbursed for travel and related expenses in the ordinary course by the government and that the applicant will be billed by the Ontario Securities Commission for the gross amount of such expenses and witness fees attributable to the hearing.

Please note that this reimbursement payment should be made through the Commission's Accountant and payable to the "Ministry of Consumer and Commercial Relations, Advance Account" and not to the "Treasurer of Ontario" as is the case for fees exigible under the regulations to the Ontario Securities Act.

Request for Comments

This policy is issued on an interim basis and will take effect immediately. Comments regarding this policy are invited and may be submitted to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7. Submissions should be received by the Secretary no later than 16th January, 1981. If no further amendments are made to this policy by 15th March, 1981, it will become final and no longer be considered an interim policy.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

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10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 28TH NOVEMBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEM:

NOTICE I

ANNOUNCEMENT -
MONTHLY BULLETIN - WEEKLY SUMMARY



NOTICE I

ANNOUNCEMENT

MONTHLY BULLETIN - WEEKLY SUMMARY

The Commission announces that effective January, 1981, the Monthly Bulletin and the Weekly Summary will be combined into a new weekly publication, entitled "The OSC Bulletin".

This change will place pertinent information in the hands of the investing public on a more timely basis.

The new format will encompass many improvements such as:

- Information grouped into permanent sections for easy reference.
- Insider Trading Reports published weekly as received.
- Relevant information indexed weekly, with semi-annual and annual cumulative index.
- Loose-leaf binding for easier filing.

The subscription fee for this publication will be \$175.00 per year.

Subscribers who have paid-up subscriptions, for either the Monthly Bulletin or Weekly Summary are advised that these subscriptions will be honoured until the expiration of the term of their subscription.

The Commission is of the opinion that the new publication will provide a more useful and timely service.

The comments of subscribers will be welcomed in order that we may make The OSC Bulletin as useful as possible to its readers.

CEASE TRADING ORDERS - THE SECURITIES ACT

CONSOLIDATED MONTCLERG MINES LIMITED

The cease trading order dated 13th July, 1976, and continued 27th July, 1976, was rescinded 25th November, 1980, the company being now up-to-date with its filings.

CARD LAKE COPPER MINES LIMITED
DATATECH SYSTEMS LTD.
FLAMINGO OILS LIMITED
LOBO MINES & EXPLORATIONS LTD.
MCLEAN FUTURES FUND II

Temporary cease trading order issued 25th November, 1980, with respect to each company for failure to make statutory filings. Statutory hearings 9th December, 1980, at 10.00.a.m.

EL BONANZA MINING CORPORATION LIMITED

Whereas the Ontario Securities Commission ("Commission") made a temporary order on 10th November, 1980, that all trading in securities of El Bonanza Mining Corporation Limited (the "Company") should cease forthwith;

And upon reading the consent of counsel to the Company;

The Commission ordered that the said temporary order be and the same is hereby extended and remains in full force and effect, and the hearing required by S.123 of The Securities Act, 1978, be adjourned sine die to be brought on on four clear days notice.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

ATCO DRILLING HOLDINGS LTD.

Upon the application of Atco Drilling Holdings Ltd. (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.82 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon it appearing that the Applicant now has less than fifteen holders of its securities, who are resident in Ontario;

And upon the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.82 of the Act that the Applicant be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen securityholders whose latest address as shown on the books of the Applicant is in Ontario.

EAST TORONTO MASONIC TEMPLE LIMITED

Upon the application of East Toronto Masonic Temple Limited (the "Applicant") to the Ontario Securities Commission ("Commission") pursuant to S.73 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon it appearing that:

1. The Applicant proposes to redeem all of its outstanding debentures substituting therefor shares of the par value of ten dollars each of the Applicant;
2. The debentures are held by several masonic lodges and by one individual, listed in Schedule 1 below, said individual having proposed to transfer his debentures to one of the listed masonic lodges; and
3. To grant this ruling would not be prejudicial to the public interest;

The Commission ruled pursuant to S.73 of the Act that the above-described transfer of shares of the par value of ten dollars each of the Applicant shall not be subject to S.24 or S.52 of the Act provided that said shares may be transferred only among the masonic lodges and the individual listed in Schedule 1 below and the Applicant.

Schedule 1

Acadia Lodge	700
Canada Lodge	3,000
Coronati Lodge	1,500
Dentonia Lodge	1,900
Imperial Lodge	2,100
Mimosa Lodge	1,100
Queen City Lodge	1,500
Riverdale Lodge	1,500
J. R. Robertson Lodge	2,200
L. S. Elsie	100
	<hr/>
	15,600
	<hr/>

FRIEDBERG MERCANTILE GROUP

UPON the application of Friedberg Mercantile Group and First Marathon Securities Limited for a ruling under Section 73 of The Securities Act, 1978, S.O. 1978, C. 47, as amended (the "Act") declaring that Friedberg Mercantile Group is not subject to Section 24 of the Act in respect of the issuance of Units in a limited partnership to be formed for the purpose of trading in commodity futures contracts;

AND UPON it appearing that the said limited partnership (the "Partnership") will be a limited partnership formed under the laws of the Province of Alberta, of which a maximum of 50 Units and a minimum of 20 Units are proposed to be sold, each for a net purchase price to the Partnership of \$97,000;

AND UPON it appearing that Friedberg Mercantile Group will act as the trading advisor and exclusive broker in respect of trading on behalf of the Partnership but will not directly participate in the selling of the Units;

AND UPON it appearing that First Marathon Securities Limited, who will act as selling agent for the Units, is registered as a securities dealer under the Act;

AND UPON it appearing that a wholly-owned subsidiary of First Marathon Securities Limited will be the general partner of the Partnership (the "General Partner");

AND UPON it appearing that Friedberg Mercantile Group is registered as a securities dealer to trade in London options under the Act, and as a futures commission merchant under The Commodity Futures Act, 1978, S.O. 1978, C. 48;

AND UPON reading the application, the material filed therewith, and the recommendations of Commission counsel;

AND UPON being satisfied that to make such ruling would not be prejudicial to the public interest;

IT IS HEREBY RULED that Friedberg Mercantile Group is not subject to the requirements of Section 24 of the Act in respect to the issue of the Units in the Partnership, subject to the following conditions and to the receipt of an undertaking as attached hereto:

- 1) The issue of Units in the Partnership and the trading in the funds of the Partnership take place in accordance with the application, the supplement thereto, and the offering memorandum accompanying the application, all as filed with the Commission;
- 2) The offering memorandum together with attachments thereto will be mailed or delivered to all purchasers of Units in the Partnership;
- 3) The Partnership shall comply with the requirements of Parts XVII and XVIII of the Act as if it were a reporting issuer under the Act, and the General Partner shall have responsibility for such compliance;
- 4) Each of the General Partner and First Marathon Securities Limited shall prepare and deliver comparative financial statements in compliance with the requirements of Sections 77 and 78 of the Act, provided that the term "each holder of its securities" in Section 78 shall be deemed for the purposes of this section (4) to mean "each holder of Units in the Partnership".

TO; Ontario Securities Commission

Re: Winchester Commodity Partnership Undertaking

The undersigned, First Marathon Securities Limited and Winchester Commodity Trading Inc. hereby jointly and severally undertake that the Winchester Commodity Partnership (the "Partnership") shall comply with the requirements of Parts XVII and XVIII of The Securities Act, 1978, S.O. 1978, C.47, as amended (the "Act") as if the Partnership were a reporting issuer, and that First Marathon Securities Limited and Winchester Commodity Trading Inc. shall prepare and deliver comparative financial statements in compliance with the requirements of Sections 77 and 78 of the Act, provided that the term "each holder of its securities" in Section 78 shall be deemed for the purposes of this Undertaking to mean "each holder of Units in the Partnership".

Dated

First Marathon Securities Limited
(per)

Winchester Commodity Trading Inc.
(per)

IN THE MATTER OF BCRIC ENTERPRISES LTD.,
BRITISH COLUMBIA RESOURCES INVESTMENT
CORPORATION, KAISER RESOURCES LTD. AND
EDGAR F. KAISER, JR.

Whereas application has been made to the Ontario Securities Commission (the "Commission") on behalf of BCRIC Enterprises Ltd. (the "Applicant") pursuant to clause 99(e) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting the Applicant, in part, from the requirements of Part XIX of the Act;

And whereas British Columbia Resources Investment Corporation ("BCRIC") entered into a letter agreement with Kaiser Resources Ltd. ("KRL") and Edgar F. Kaiser, Jr. ("Mr. Kaiser") dated 3rd September, 1980, pursuant to which, among other things, BCRIC would make a takeover bid for all the outstanding common shares of KRL at a price of \$55 per share (the "offer"), KRL and Mr. Kaiser would use their best efforts to ensure a smooth transition to majority ownership and management of KRL by BCRIC, KRL would enter into a marketing agreement (the "sales representation agreement") with a company to be formed by Mr. Kaiser (subsequently incorporated under the name E. K. Holdings (One) Ltd. ("Holdings")), KRL would enter into an asset sales and purchase agreement (the "assets agreement") with Holdings whereby Holdings would purchase certain assets from KRL, KRL would enter into a share sales and purchase agreement (the "share agreement") whereby Holdings would purchase shares of Kaiser Oil (U.S.) Ltd. and Mr. Kaiser agreed to tender his shares of KRL under the offer;

And whereas KRL and Holdings entered into the sales representation agreement on 8th September, 1980, KRL, Kaiser Resources (U.S.) Ltd. and Holdings entered into the assets agreement on 8th September, 1980, KRL and Holdings entered into the share agreement on 8th September, 1980, and the offer was made by BCRIC on 9th September, 1980;

And whereas the parties to the sales representation agreement, the assets agreement and the share agreement have agreed to amend the said agreements;

And whereas the Commission has concluded that the sales representation agreement, the assets agreement and the share agreement were made for reasons other than to increase the value of the consideration paid to Mr. Kaiser for his securities of KRL;

And whereas the Commission is of the opinion that to grant this order would not be prejudicial to the public interest;

The Commission ordered that upon the filing with the Commission of the agreements amending the sales representation agreement, the assets agreement and the share agreement the Applicant be and hereby is exempted from the requirements of section 90 of the Act in respect of the amendments made to the sales representation agreement, the assets agreement and the share agreement by such amending agreements.

IN THE MATTER OF A FEATURE LENGTH
MOTION PICTURE FILM ENTITLED "INCUBUS"
AND
IN THE MATTER OF INCUBUS PRODUCTIONS INC.

UPON the application of Incubus Productions Inc. ("Productions") to the Ontario Securities Commission (the "Commission") pursuant to Sections 79(b)(iii) and 87(2)(b) of The Securities Act, 1978, S.O. 1978, Chapter 47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to an offering of units of ownership in a feature-length motion picture film entitled "Incubus" (the "Film");

AND UPON it appearing that:

1. Productions was incorporated for the purpose of producing the Film, Productions will produce the Film and Productions will convey on closing to the Unitholders the property and rights allocated under the Unitholders' Agreement;
2. Pursuant to the Unitholders' Agreement, Productions has agreed with the Unitholders to perform various functions in connection with the Film, its production and exploitation;
3. Guardian Trust Company (the "Trustee") pursuant to the Unitholders' Agreement shall receive and deal with all monies derived from the exploitation of the Film and the relevant ancillary rights relating thereto until December 31, 1985 whereupon Productions shall assume those duties of the Trustee;
4. Mark Film Productions Inc., the sole shareholder of Productions, has undertaken to the Commission that it will cause Productions to comply with the obligations imposed upon Productions by the within order; and
5. To grant the within order would not be prejudicial to the public interest and in the circumstances of this particular case there is adequate justification for so doing;

IT IS ORDERED, pursuant to Sections 79(b)(iii) and 87(2)(b) of the Act that Productions be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Film, subject to the following conditions:

6. Productions, as soon as possible after completion of the Film (which completion shall be no later than December 31, 1981) and in any event within 140 days of such completion, shall cause an audited Statement of Total Costs of Production of the Film and a copy of the certification of the Film as a certified feature production by the Secretary of State for Canada to be filed with the Commission and sent to all Unitholders of the Film;
7. Productions shall cause to be filed with the Commission and sent to all Unitholders of the Film semi-annual interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act but this requirement shall not commence until June 30, 1981;
8. Productions shall cause to be filed with the Commission and sent to all Unitholders of the Film interim financial statements of the Film in accordance with Sections 76(1) and 78 of the Act for any quarter of the fiscal year of the Film in which a material change occurs but such statements, excepting those statements also required in paragraph 7 above, need not be comparative;
9. Productions shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of the Film in accordance with Sections 77 and 78 of the Act, but this requirement shall commence only with the fiscal year of the Film ending in 1981;
10. The financial statements of the Film required to be filed under Section 77 of the Act shall be approved by the board of directors of Productions and such approval shall be evidenced by the manual or facsimile signatures of two directors of Productions duly authorized to signify such approval;

11. Productions shall cause to be filed with the Commission and sent to all Unitholders of the Film audited annual financial statements of Productions;
12. With respect to any meeting of the Unitholders called in accordance with the Unitholders' Agreement, Productions shall cause to be filed with the Commission and sent to all Unitholders of the Film an information circular pertaining to the Film in accordance with Sections 80(1) and 85 of the Act;
13. In any year where paragraph 12 does not apply Productions shall cause to be filed with the Commission an annual report pertaining to the Film in accordance with Section 80(2) of the Act;
14. Productions, in accordance with Section 74 of the Act shall cause to be filed with the Commission a press release where a material change has occurred in the affairs of the Film and shall cause to be filed a material change report and Productions shall comply with the requirements of Section 74 of the Act as if it were a reporting issuer;
15. Productions and persons or companies in a special relationship with Productions within the meaning of Section 75(3) of the Act shall be and hereby are deemed to be persons or companies in a special relationship with the unincorporated association comprised of the Unitholders of the Film as though such association were a reporting issuer and Sections 75 and 131 of the Act are accordingly applicable to the same notwithstanding the exemption from the requirements of Part XVII of the Act afforded by this order; and
16. Mark Film Productions Inc. shall be responsible for compliance by Productions with the foregoing conditions.

METALORE RESOURCES LIMITED

Upon the application of Metalore Resources Limited ("Metalore") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Metalore be and hereby is exempted from the requirements to prepare, file with the Commission and send to its shareholders resident in Ontario the interim financial statements for the first quarter of the fiscal year of Metalore ended June 30, 1980.

NATIONAL IRON RESOURCES LIMITED

Upon the application of National Iron Resources Limited ("National") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that National be and hereby is exempted from the requirements to prepare, file with the Commission and send to its shareholders resident in Ontario the interim financial statements for the third quarter ended June 30, 1980, of the fiscal year of National ended September 30, 1980.

RENZY MINES LIMITED

UPON the application of Renzy Mines Limited ("Renzy") to the Ontario Securities Commission (the "Commission") for a ruling, pursuant to section 73 of The Securities Act, S.O. 1978, c.47, as amended (the "Act"), that certain intended trades by way of

1. The sale (the "First Intended Trade") by Renzy of 64,000 Common Shares of its own issue at a price of \$0.50 per share to Centaur Mining Explorations Limited ("Centaur") in satisfaction and settlement of \$32,000 of accounts payable by Renzy to Centaur, and
2. The sale (the "Second Intended Trade") by Renzy of 200,000 Common Shares of its own issue in 50,000 share amounts to each of Nedo Bragagnolo, Sylvia Bragagnolo, Donald Kemp and Stanley G. Hawkens (the "Four Purchasers") in consideration of services provided by them to Renzy in connection with the acquisition by Renzy of certain oil well , revenue interests

are not subject to sections 24 and 52 of the Act;

AND UPON reading the application and the recommendation of the Commission's staff and hearing counsel for the applicant;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE it is ruled that

1. The First Intended Trade is one proposed to be made to a company which is not a member of the public in relation to Renzy and the application as it relates to the First Intended Trade is accordingly denied.
2. The Second Intended Trade is not subject to sections 24 and 52 of the Act provided that
 - a) Renzy, as soon as practicable and in any event not later than February 1, 1981, files with the Commission a prospectus pursuant to section 52(2) of the Act or a prospectus relating to a rights offering or other securities offering pursuant to section 52(1) of the Act,
 - b) Renzy issues no further securities until a prospectus is filed with the Commission,
 - c) Renzy forthwith obtains and files with the Commission a statutory declaration from each of the Four Purchasers constituting acknowledgment by them that this ruling has the effect of depriving them of rights of withdrawal, rescission and damages under the Act and constituting consent by them to the application of this ruling to the Second Intended Trade, and
 - d) Resale of the 200,000 Common Shares sold to the Four Purchasers pursuant to the Second Intended Trade is prohibited excepting after the date 18 months after the date when Renzy becomes a reporting issuer under the Act.

TALCORP ASSOCIATES LIMITED

The Commission granted recognition to Talcorp Associates Limited as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

WRITTEN REASONS

IN THE MATTER OF A TAKE-OVER BID BY
BCRIC ENTERPRISES LIMITED FOR
KAISER RESOURCES LIMITED

The Commission advises that Reasons have issued with respect to the above-noted matter and will be published in the December edition of the Monthly Bulletin. A copy is available for inspection in the Public Search Area of the Commission offices, 7th floor, 10 Wellesley Street East, Toronto, M7A 2H7.

DECISIONS - THE COMMODITY FUTURES ACT

FIRST MARATHON SECURITIES LIMITED

UPON the application of Friedberg Mercantile Group and First Marathon Securities Limited for a ruling under Section 38 of The Commodity Futures Act, 1978, S.O. 1978, C. 48 (the "Act") declaring that First Marathon Securities Limited is not subject to Section 22 of the Act in respect of the trading in commodities futures contracts by a limited partnership to be formed for the purposes of so trading;

AND UPON it appearing that the said limited partnership (the "Partnership") will be a limited partnership formed under the laws of the Province of Alberta, of which a maximum of 50 Units and a minimum of 20 Units are proposed to be sold each for a net purchase price to the Partnership of \$97,000;

AND UPON it appearing that a wholly-owned subsidiary of First Marathon Securities Limited will be the general partner of the Partnership (the "General Partner");

AND UPON it appearing that Friedberg Mercantile Group, who will act as trading advisor and exclusive broker of the Partnership, is registered as a futures commission merchant under the Act;

AND UPON it appearing that First Marathon Securities Limited will act as selling agent in respect of the Units of the Partnership, in consideration of \$3,000 per Unit and a percentage of the brokerage commissions charged by Friedberg Mercantile Group, to the Partnership; but will not otherwise participate in the trading of the funds of the Partnership;

AND UPON it appearing that First Marathon Securities Limited is registered as a securities dealer under The Securities Act, 1978, S.O. 1978, C. 47 as amended ("The Securities Act, 1978");

AND UPON reading the application, the materials filed therewith and the recommendations of Commission counsel;

AND UPON being satisfied that to make such ruling would not be prejudicial to the public interest;

IT IS HEREBY RULED that First Marathon Securities Limited is not subject to the requirements of Section 22 of the Act in respect of the issue of Units in the Partnership or the trading by the Partnership in commodity futures contracts, subject to the following conditions and to the receipt of an undertaking as attached hereto:

- 1) The issue of Units in the Partnership and the trading in the funds of the Partnership take place in accordance with the application, the supplement thereto, and the offering memorandum accompanying the application, all as filed with the Commission;
- 2) The offering memorandum together with attachments thereto will be mailed or delivered to all purchasers of Units in the Partnership;
- 3) The Partnership shall comply with the requirements of Parts XVII and XVIII of The Securities Act, 1978, as if it were a reporting issuer under that Act, and the General Partner shall have responsibility for such compliance;
- 4) Each of the General Partner and First Marathon Securities Limited shall prepare and deliver comparative financial statements in compliance with the requirements of Sections 77 and 78 of The Securities Act, 1978, provided that the term "each holder of its securities" in Section 78 shall be deemed for the purposes of section (4) of this Ruling to mean "each holder of Units in the Partnership".
- 5) In the event that First Marathon Securities Limited and those officers and salesmen of First Marathon Securities Limited who will participate in brokerage commissions payable by the Partnership do not perfect applications for registration for purposes of trading in commodity futures contracts under the Act by December 31, 1980, the exemption herein granted will be revoked forthwith without further notice.

TO: Ontario Securities Commission

Re: Winchester Commodity Partnership Undertaking

The undersigned, First Marathon Securities Limited and Winchester Commodity Trading Inc. hereby jointly and severally undertake that the Winchester Commodity Partnership (the "Partnership") shall comply with the requirements of Parts XVII and XVIII of The Securities Act, 1978, S.O. 1978, C.47, as amended (the "Act") as if the Partnership were a reporting issuer, and that First Marathon Securities Limited and Winchester Commodity Trading Inc. shall prepare and deliver comparative financial statements in compliance with the requirements of Sections 77 and 78 of the Act, provided that the term "each holder of its securities" in Section 78 shall be deemed for the purposes of this Undertaking to mean "each holder of Units in the Partnership".

Dated

First Marathon Securities Limited
(per)

Winchester Commodity Trading Inc.
(per)

PROSPECTUSES

LANDBANK RESOURCES 1980 PROGRAM

Receipt issued November 25, 1980 for final prospectus dated November 18, 1980 qualifying for sale 150,000 units at \$100 per unit to net the partnership a maximum of \$13,950,000 before expenses of issue.

The issue is not underwritten, but is offered on a best efforts basis.

Agents: Midland Doherty Limited
Gordon, Lloyd-Price Investments Ltd.
A. E. Ames & Co. Limited

LYNDEX EXPLORATIONS LIMITED

Final receipt issued November 24, 1980 for prospectus dated November 14, 1980 qualifying for sale in Ontario 1,000,000 common shares without par value at \$1.05 per share to net the company \$1,000,000.

The shares are to be sold on a best efforts basis through registered dealers acting as agents on behalf of the company.

RIGHTS OFFERING

DOMINION TEXTILE INC.

Material relating to the company's dividend reinvestment and share purchase plan has been received by and is acceptable to the Commission.

TRANSFER WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Diversified Mines Limited	Thomas Bennett	The President of Diversified Mines Limited for the benefit of the company	675,000

OUTSTANDING REQUESTS FOR COMMENTS

(NOTE: All non-confidential submissions are listed below and are available for inspection in the Public Search Area, 7th Floor, 10 Wellesley Street East, Toronto, M7A 2H7).

1. COMMISSION RATE STRUCTURE OF
THE TORONTO STOCK EXCHANGE

Weekly Summary - 28th September, 1979.
Comments closed - 15th November, 1979.

- Mrs. R. K. Meggeson
- Wright Properties Limited
- The Mutual Life Assurance Company of Canada
- Sceptre Investment Counsel Limited
- Elliot & Page Limited
- The Toronto Stock Exchange - Supplemental
Submission

2. DIRECTOR'S REPORT

Weekly Summary - 7th December, 1979.
Comments closed - 29th February, 1980.

- Peat, Marwick, Mitchell & Co.
- The New Brunswick Telephone Company, Limited
- The Toronto Stock Exchange
- Thorne Riddell & Co.

3. DRAFT REGULATIONS -
EARNINGS FORECAST: REQUEST FOR COMMENTS

Weekly Summary - 18th July, 1980.
Comments closed - 26th September, 1980.

- V. P. Alboini
- Price Waterhouse & Co.
- Shell Canada Limited
- R. H. Kidd
- The Canadian Manufacturers' Association
- Bell Canada
- Osler, Hoskin & Harcourt
- Polysar Limited
- Thorne Riddell & Co.
- Investment Dealers Association of Canada

4. DRAFT NATIONAL POLICY -
CERTIFIED FEATURE FILM PRODUCTIONS
AND CERTIFIED SHORT SUBJECTS

Weekly Summary - 31st July, 1980.
Comments closed - 19th September, 1980.

- Public Archives Canada
- Rosenfeld, Malcolmson, Lampkin & Levine
- Rosenfeld, Malcolmson, Lampkin & Levine
- G. Chalmers Adams
- Astral Bellevue Pathe Ltd.
- Nielsen-Ferns International
- Goodman & Goodman
- Arthur Birnbaum
- Silverscreen International Limited
- Motion Picture Guarantors Inc.
- Canadian Association of Motion Picture Producers
- Havrlant Robinson Bateman
- Canadian Film Development Corporation
- Maud Gagne
- Nesbitt Thomson
- Tele-Metropole International Inc.

5. NON-VOTING SECURITIES:
THE TORONTO STOCK EXCHANGE REQUEST
FOR COMMENTS

Weekly Summary - 10th October, 1980.
Comments close - 15th December, 1980.

- MDS Health Group Limited
- The Standard Life Assurance Company

6. DRAFT OSC POLICY 3-47,
"DISTRIBUTIONS" - FROM ONTARIO OUT OF JURISDICTION
- INTO ONTARIO FROM OUT OF JURISDICTION

Weekly Summary - 10th October, 1980.
Comments close - 31st December, 1980.

7. INTERIM OSC POLICY NO. 3-48,
MANAGEMENT'S REPORT DISCLOSING
CONTINGENCIES IN FINANCIAL STATEMENTS

Weekly Summary - 17th October, 1980.
Weekly Summary - 14th November, 1980.
Comments close - 31st December, 1980.

- S. B. McLaughlin Associates Limited
- CCL Industries Inc.
- Polysar Limited
- Peat, Marwick, Mitchell & Co.

8. PROPOSED AMENDMENT:
NATIONAL POLICY NO. 9,
MUTUAL FUNDS - FORWARD PRICING,
SALES AND REDEMPTIONS

Weekly Summary - 14th November, 1980.
Comments close - 5th December, 1980.

- Trust Companies Association of Canada

9. INTERIM OSC POLICY NO. 3-51,
(SUPPLEMENTING UNIFORM ACT POLICY 2-05)
RIGHTS OFFERINGS: STAND-BY UNDERWRITING
OR OPTIONS TO PRINCIPAL SECURITYHOLDERS

Weekly Summary - 21st November, 1980.
Comments close - 31st January, 1981.

10. INTERIM OSC POLICY NO. 3-52,
BUSINESS AND ASSET COMBINATIONS:
SHAREHOLDERS' APPROVAL: MAJORITY
OF THE MINORITY TEST

Weekly Summary - 21st November, 1980.
Comments close - 31st January, 1981.

11. OSC INTERIM POLICY NO. 3-53,
JOINT HEARINGS WITH OTHER PROVINCIAL
ADMINISTRATORS - CONDITIONS PRECEDENT
AND COSTS

Weekly Summary - 21st November, 1980.
Comments close - 16th January, 1981.

FOOTNOTE:

The Commission recognizes that it may sometimes be necessary for persons making a written submission in response to a request for comments to request that it be treated as confidential. For example, it may contain sensitive statistical information. However, the Commission hopes that requests for confidentiality will be restricted, for example by including confidential information in a separate submission or schedule and limiting the request to that separate document. Further, the Commission wishes it understood that it will take into account the unwillingness of the person concerned to make a submission available for public debate in determining what weight should be attached to the arguments advanced. Of course, other considerations may apply where the submissions are made in connection with a disciplinary or other proceeding of a quasi-judicial nature.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

NOVEMBER 21st, 1980

GENERAL AMERICAN PROPERTIES INC.

OFFERING 400,000 NON-VOTING CLASS A SPECIAL SHARES
(WITHOUT PAR VALUE) AT A PRICE OF \$3.50 PER SHARE.
SECONDARY OFFERING: CLASS A SHARES AND RIGHTS (NOT
UNDERWRITTEN)
UNDERWRITER: OSLER, WILLS, BICKLE LIMITED

NOVEMBER 24th, 1980

PUBLIC STORAGE CANADIAN PROPERTIES III

OFFERING 1,990 UNITS AT \$1,000 PER UNIT WITH A MINIMUM
INVESTMENT OF \$5,000 (5 UNITS).
AGENT: A.E. AMES & CO. LIMITED

CALGARY POWER LTD.

NATIONAL ISSUE-ALBERTA

OFFERING * 8 SECURED SINKING FUND DEBENTURES, SERIES H
(REDEEMABLE) AT A PRICE OF \$ * PLUS ACCRUED INTEREST.
UNDERWRITER: MERRILL LYNCH, ROYAL SECURITIES LIMITED

NOVEMBER 26th, 1980

CERES RESOURCES LIMITED

OFFERING 5,300,000 COMMON SHARES AT A PRICE OF \$5.00
PER SHARE.
AGENTS: BURNS FRY LIMITED
WALWYN STODGELL COCHRAN MURRAY LIMITED

AMENDMENT RECEIVED

NOVEMBER 21st, 1980

SILVER CENTURY EXPLORATIONS LTD.

AMENDMENT #1 DATED NOVEMBER 17th, 1980 TO PROSPECTUS
DATED AUGUST 27th, 1980.

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ACROFUND LTD.	C
ADVOCATE MINES LIMITED	C E
AGASSIZ RESOURCES LTD.	A B
ALBERTA ENERGY COMPANY LTD.	C
ALCAN ALUMINUM LIMITED	C E E E
ALGOMA CENTRAL RAILWAY	C
ALGOMA STEEL CORPORATION LIMITED, THE	C E
ALLARCO DEVELOPMENTS LTD.	E
ALLONT LIMITED	B C
ALUMINUM COMPANY OF CANADA LTD.	C
AMAX INC.	C
AMERACRUDE INTERNATIONAL INC.	E
AMERADA HESS CORPORATION	C C
AMERICAN QUASAR PETROLEUM CO.	E
AMTELECOM INC.	A B
ANGLO AMERICAN CORPORATION OF CANADA LIMITED	C
ANGLO COMPANY LIMITED	E
ANGLO-CANADIAN TELEPHONE COMPANY	C
AQUITAINE COMPANY OF CANADA LTD.	C E E
ASAMERA INC.	E
ASSOCIATED PORCUPINE MINES LIMITED	A B
ATCO LTD.	E
ATLANTIC RICHFIELD COMPANY	C
ATLAS YELLOWKNIFE RESOURCES LIMITED	E
AURORA-ORBIT 80-81 ENERGY PROGRAM	E
B P CANADA INC.	C
B.C. SUGAR REFINERY LIMITED	C
BANK OF BRITISH COLUMBIA	E E E E
BANK OF MONTREAL	E E
BANNER PORCUPINE MINES LIMITED	C
BARBECON INC.	C E
BARBER OIL CORPORATION	C
BATON BROADCASTING INCORPORATED	C
BELL CANADA	E
BELLE-AIRE RESOURCE EXPLORATIONS LIMITED	E
BETHLEHEM COPPER CORPORATION	E
BILTMORE INDUSTRIES LIMITED	C

BLACK HAWK MINING LTD.	C
BLACKWOOD HODGE (CANADA) LIMITED	C
BLYTHWOOD MINING LIMITED	E
BOMAC BATTEN LIMITED	B
BOMBARDIER INC.	E
BOREALIS EXPLORATION LIMITED	E
BOW VALLEY INDUSTRIES LTD.	F
BRAMALEA LIMITED	E
BRASCAN LIMITED	C E E
BRENDA MINES LIMITED	E
BRITISH AMERICAN BANK NOTE INC.	E
BRITISH COLUMBIA FOREST PRODUCTS LIMITED	E F
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E E
BROULAN REEF MINES LIMITED	C E
BROWN-McDADE MINES LIMITED	F
BUDD CANADA INC.	E
C & C YACHTS LIMITED	E E
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CAE INDUSTRIES LTD.	C E
CALGARY POWER LTD.	E
CAMPBELL RED LAKE MINES LIMITED	C E
CAMPBELL RESOURCES INC.	E E F
CAMPEAU CORPORATION	E E
CANADA CEMENT LAFARGE LTD.	C
CANADA DEVELOPMENT CORPORATION	E
CANADA MALTING CO. LIMITED	C E
CANADA SOUTHERN PETROLEUMS LTD.	A B C E
CANADIAN ARROW MINES LIMITED	C
CANADIAN CABLESYSTEMS LIMITED	E F
CANADIAN FOOD PRODUCTS LIMITED	B C
CANADIAN FOUNDATION COMPANY LTD.	C
CANADIAN GENERAL ELECTRIC COMPANY LIMITED	C
CANADIAN GENERAL INVESTMENTS LIMITED	E
CANADIAN MANOIR INDUSTRIES LIMITED	E
CANADIAN MARCONI COMPANY	E
CANADIAN OCCIDENTAL PETROLEUM LTD.	E
CANADIAN PACIFIC ENTERPRISES LIMITED	C E
CANADIAN PACIFIC LIMITED	C E E
CANADIAN RESERVE OIL & GAS LTD.	E
CANADIAN TIRE CORPORATION LIMITED	C E
CANDEL OIL LTD.	E E E
CANRAY RESOURCES LIMITED	C
CANRON INC.	C
CANSHORE EXPLORATION LIMITED	C E
CAPITAL DYNAMICS LIMITED	A B
CARA OPERATIONS LIMITED	E
CARENA-BANCORP HOLDINGS INC.	E
CARLING O'KEEFE LIMITED	C
CASSIAR RESOURCES LIMITED	D
CASSIDYS LIMITED	C
CCL INDUSTRIES INC.	E E E F
CENTRAL AND EASTERN TRUST COMPANY	C E
CENTURY ENERGY CORP. LTD.	E
CHANCE MINING AND EXPLORATION COMPANY LIMITED	E E

CHIEFTAIN DEVELOPMENT CO. LTD.	E
CHROMASCO LIMITED	E E
CHRYSLER CORPORATION	C
CHUM LIMITED	A B E
CINCINNATI-PORCUPINE MINES LTD.	B
CITIES SERVICE COMPANY	C E
CLARION PETROLEUMS LTD.	E
COLOR YOUR WORLD, INC.	C
COLUMBIA GAS SYSTEM INC., THE	C
COMAC COMMUNICATIONS LIMITED	C E
COMBINED INTERNATIONAL CORPORATION	C
COMINCO LTD.	E
COMMERCIAL OIL AND GAS LTD.	E E
CONDUITS-AMHERST LIMITED	C E
CONSOLIDATED BATHURST INC.	C E
CONSOLIDATED COPPER-LODE DEVELOPMENTS INC.	A B
CONSOLIDATED DURHAM MINES AND RESOURCES LIMITED	A B C
CONSOLIDATED IMPERIAL RESOURCES LIMITED	E F
CONSOLIDATED MONTCLERG MINES LIMITED	B C
CONSOLIDATED NATURAL GAS COMPANY	C E
CONSOLIDATED PIPE LINES COMPANY	C
CONSOLIDATED REXSPAR MINERALS & CHEMICALS LTD.	C
CONSOLTEX CANADA INC.	C
CONSUMERS GLASS COMPANY LIMITED	C
CONTINENTAL GROUP INC., THE	C
CONVENTURES LIMITED	C E
COPP CLARK LIMITED	C
CORBY DISTILLERIES LIMITED	A B
CORONATION GOLD EXPLORATIONS INC.	E
COSEKA RESOURCES LIMITED	A B E
COSTAIN LIMITED	E E E
CRACKINGSTONE MINES LIMITED	B E
CYPRUS ANVIL MINING CORPORATION	E
D'ELDONA GOLD MINES LTD.	E F
DAON CENTRE LIMITED PARTNERSHIP	E
DATALINE SYSTEMS LIMITED	E
DICKENSON MINES LIMITED	E
DISCOVERY MINES LIMITED	C
DIVERSIFIED CREDIT CORPORATION LIMITED	B
DOMAN INDUSTRIES LIMITED	E F
DOME MINES LIMITED	C E E
DOME PETROLEUM LIMITED	C
DOMINION BRIDGE COMPANY LIMITED	E E
DOMINION DAIRIES LIMITED	C
DOMINION TEXTILE INC.	E
DOMLIN INC.	C
DOMTAR INC.	E
DOUBLE NEGATIVE	E
DOVER INDUSTRIES LTD.	C
DRUMMOND, MCCALL INC.	C
DYNAMIC AMERICAN FUND	C
DYNAMIC FUND OF CANADA LTD.	C
DYNAMIC INCOME FUND	C

EAGLET MINES LIMITED	C
EASTERN PROVINCIAL AIRWAYS LIMITED	E
EASTMONT LARDER LAKE GOLD MINES LIMITED	C
EMPRESA FLUORSPAR MINES LIMITED	C
ENERGY LAND ACQUISITION PROGRAM NO.1	C
EQUITRUST MORTGAGE & SAVINGS COMPANY	E F
ETHYL CORPORATION	C
EXQUISITE FORM BRASSIERE (CANADA) LIMITED	C
EXTENDICARE LTD.	E
FEDERAL INDUSTRIES LIMITED	C E E
FEDERAL PIONEER LIMITED	E
FEDERAL TRUST MORTGAGE AND BOND FUND	C
FIRST CITY TRUST COMPANY	E E
FISCAL INVESTMENTS LIMITED	E
FISCON INVESTMENT FUND	C
FORD MOTOR COMPANY OF CANADA LTD.	C
FRASER INC.	C
FRODAC CONSOLIDATED ENERGY RESOURCES LTD.	C
G.V.T. FOODS LIMITED	C
GAZ METROPOLITAN, INC.	C
GDV. INC.	C
GENERAL AMERICAN OIL COMPANY OF TEXAS	C
GENERAL HYDROCARBONS LIMITED	C
GENERAL LEASEHOLDS (SUDBURY) LIMITED	C
GENERAL MOTORS CORPORATION	C
GENSTAR LIMITED	C E
GETTY OIL COMPANY	C E
GLOBAL MARINE INC.	C
GOLD BELLE MINES LIMITED	A C E
GOLD RIDGE MINES INC.	C E
GOLDLUND MINES LIMITED	B E
GOLDSEARCH LIMITED	E
GOTAAS-LARSEN SHIPPING CORPORATION	C
GRAFTON GROUP LIMITED	E
GRANDMA LEE'S INC.	A
GREYHOUND LINES OF CANADA LTD.	E
GUARDIAN CAPITAL GROUP LIMITED	C
GULF & WESTERN INDUSTRIES, INC.	E
GULF CANADA LIMITED	E E
HALLIBURTON COMPANY	C E E
HAMILTON GROUP LIMITED, THE	E
HARRIS STEEL GROUP INC.	C E
HAWKER SIDDELEY CANADA INC.	E
HAYES-DANA INC.	E
HIRAM WALKER-CONSUMERS HOME LTD.	E E
HOLLINGER ARGUS LIMITED	F
HOLMER GOLD MINES LIMITED	F
HUDSON'S BAY OIL AND GAS COMPANY LIMITED	C E E
HUDSON BAY MINING AND SMELTING CO. LIMITED	C E
HUDSON'S BAY COMPANY	E
HUGH-PAM PORCUPINE MINES LIMITED	C E
HUGHES TOOL COMPANY	E
HUMLIN RED LAKE MINES LIMITED	E
HUSKY OIL LTD.	E
HYLAND CREEK ESTATES TOWNHOUSE PROJECT	B

I.U. INTERNATIONAL CORPORATION	C E E E
IMASCO LIMITED	E E
IMPERIAL OIL LIMITED	E E E E
INEXCO OIL COMPANY	E
INLAND NATURAL GAS CO. LTD.	C
INTER-CITY GAS LIMITED	C E
INTERNATIONAL BUSINESS MACHINES CORPORATION	C
INTERNATIONAL BY-PRODUCTS LIMITED	C
INTERPROVINCIAL STEEL & PIPE CORP. LTD.	E
IRWIN TOY LIMITED	E
ISLAND TELEPHONE COMPANY LIMITED, THE	E
K-TEL INTERNATIONAL, INC.	E E
KAISER RESOURCES LTD.	E E E
KAPS TRANSPORT LTD.	E
KEEPRITE INC.	E
KERR-MCGEE CORPORATION	C E
LABRADOR MINING AND EXPLORATION COMPANY LIMITED	F
LACANA MINING CORPORATION	E
LARDER RESOURCES INC.	E
LAST CHASE, THE	E
LAVA CAP RESOURCES LTD.	E
LEIGH INSTRUMENTS LIMITED	C E
LENORA EXPLORATIONS INC.	E
LIBERIAN IRON ORE LIMITED	C
LITTLE LONG LAC GOLD MINES LIMITED	E
LOBLAW COMPANIES LIMITED	E
LOCHIEL EXPLORATION LTD.	E E F
LOUISIANA LAND AND EXPLORATION COMPANY, THE	C E
LUMONICS INC.	E
LYTTON MINERALS LIMITED	F
MAGNASONIC CANADA LTD.	C
MAGNETICS INTERNATIONAL LTD.	C
MAHER INC.	E
MARITIME ELECTRIC COMPANY LIMITED	C
MASSEY-FERGUSON LIMITED	E
McGRAW-HILL RYERSON LIMITED	C
McINTYRE MINES LIMITED	C
MEDINA ENERGY RESOURCES CORPORATION	E
MERLAND EXPLORATIONS LIMITED	E
MICC INVESTMENTS LIMITED	C E
MOBIL CORPORATION	C
MOLSON COMPANIES LIMITED, THE	E
MOSPORT FILM PRODUCTIONS (1978)	C
MOTORCADE INDUSTRIES LIMITED	C
MPG INVESTMENT CORPORATION LIMITED	E E
MSZ RESOURCES LTD.	C E
MUNICIPAL SAVINGS & LOAN CORPORATION	E
NB COOK CORPORATION LTD.	B
NATIONAL BANK OF CANADA	E E
NEW BRUNSWICK TELEPHONE CO. LTD., THE	E
NEW LORIE MINES LIMITED	E
NEW MOUNT COSTIGAN MINES LIMITED	E
NEWFOUNDLAND LIGHT & POWER CO. LIMITED	C
NEWFOUNDLAND TELEPHONE COMPANY LIMITED	C E

NIAGARA STRUCTURAL STEEL COMPANY LIMITED	E
NIMROD RESOURCES LTD.	E
NOLAN LAKE EXPLORATIONS INC.	C
NOMA INDUSTRIES LIMITED	C
NORANDA MINES LIMITED	C
NORCEN ENERGY RESOURCES LIMITED	E F
NORDAIR LTD.	E
NORTH CANADIAN OILS LIMITED	C
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	C
NORTHERN TELECOM LIMITED	E
NORTHERN TELEPHONE LIMITED	C
NORTHWESTERN UTILITIES LIMITED	C
NOTHING PERSONAL	E
NOVA SCOTIA SAVINGS & LOAN COMPANY	E
NOVA, AN ALBERTA CORPORATION	E
NOVA-CO EXPLORATION LIMITED	C
NU-WEST GROUP LIMITED	E E E
OAKWOOD PETROLEUMS LTD.	E
OCEANIC IRON ORE OF CANADA LIMITED	B E E E F
OCELOT INDUSTRIES LIMITED	E E E
OMEGA HYDROCARBONS LTD.	C
ONACO PETROLEUMS LIMITED	E
ONAPING RESOURCES LIMITED	C
PACIFIC COPPER MINES LTD.	A
PAGE PETROLEUM LTD.	C
PAN CANA RESOURCES LTD.	E F
PAN CENTRAL EXPLORATIONS LIMITED	C
PAN MACKENZIE PETROLEUMS LIMITED	C
PANHANDLE EASTERN PIPE LINE COMPANY	C
PARLAKE RESOURCES LIMITED	C
PATINO, N.V.	C E
PEOPLES JEWELLERS LIMITED	A
PETRO-SUN INC.	C
PETROFINA INC.	E
PETROTECH, INC.	E
PHILLIPS CABLES LIMITED	E
PHOENIX CANADA OIL COMPANY LIMITED	E E
POCO PETROLEUMS LTD.	E
POWER CORPORATION OF CANADA	C
PRINCIPAL VENTURE FUND LTD.	B
PRUDENTIAL PLACE APARTMENT PROJECT	C
PYX EXPLORATIONS LTD.	C
Q.M.G. HOLDINGS INC.	C E
QUAKER OATS COMPANY, THE	E
QUASAR PETROLEUM LTD.	E E
RANGER OIL LIMITED	C E
RAYROCK RESOURCES LIMITED	C E
RENAISSANCE 1980 LIMITED PARTNERSHIP	E
RESOURCE SERVICE GROUP LTD.	C
REVELSTOKE COMPANIES LTD.	C
RICH GROUP YELLOWKNIFE MINES LIMITED	C
RICKABY MINES LIMITED	C
RIO ALGOM LIMITED	C E
RIO ALTO EXPLORATION LTD.	C
ROBINSON, LITTLE & CO. LTD.	C

ROMFIELD BUILDING CORPORATION LIMITED	C
RONNOCO GOLD MINES, LIMITED	C
ROTHMANS OF PALL MALL CANADA LIMITED	C
ROYCAM COPPER MINES LIMITED	F
RUPERTSLAND RESOURCES CO. LTD.	E
RUSSEL HUGH INC.	C E
S.I.S. RESOURCES CORPORATION	B
SAVINGS AND INVESTMENT AMERICAN FUND LTD.	A
SAVINGS AND INVESTMENT CORPORATION MUTUAL FUND OF CANADA LTD.	A
SCEPTRE RESOURCES LIMITED	E E E E E
SCOTTISH & YORK HOLDINGS LIMITED	E
SCUDDER SPECIAL FUND INC.	E
SCURRY-RAINBOW OILS LIMITED	E
SEAGRAM COMPANY LTD., THE	E
SEAWARD RESOURCES LTD.	E
SENIORITY INVESTMENTS LIMITED	B
SEVERN MINES LIMITED	C
SHEPHERD PRODUCTS LIMITED	E
SIGMA MINES (QUEBEC) LIMITED	E
SILKNIT LIMITED	E
SKLAR MANUFACTURING LIMITED	C
SPOONER MINES AND OILS LIMITED	A B C
ST. JOE MINERALS CORPORATION	C
ST. LAWRENCE CEMENT CO.	E
STANDARD BRANDS INCORPORATED	C
STANDARD OIL COMPANY (INDIANA)	C
STANDARD TRUST COMPANY	E
STEINBERG INC.	B E E
STRATHEARN HOUSE GROUP LIMITED	E
STUART HOUSE INTERNATIONAL LIMITED	E
SULLICO RESOURCES LTD.	A B
SULLIVAN MINING GROUP LTD.	A B
SULPETRO LIMITED	E
SWANSEA GOLD MINES INC.	E
SYSTEMHOUSE LTD.	E E
T.G. BRIGHT & CO. LIMITED	C
TALCORP ASSOCIATES LIMITED	E
TARA EXPLORATION AND DEVELOPMENT COMPANY LIMITED	E
TAURUS FUND LIMITED	B C
TDI VENTURE EQUITIES LTD.	F
TELE-CAPITAL LTD.	A B
TEMPLE EXPLORATIONS INC.	C
TENNECO INC.	C
TEXAS INTERNATIONAL COMPANY	C
TEXCAN ENERGY & RESOURCES INC.	C
THOMSON NEWSPAPERS LIMITED	E E E
TONECRAFT REALTY INC.	C
TORDOM CORPORATION	C
TOROMONT INDUSTRIES LTD.	F
TORONTO SUN PUBLISHING CORPORATION, THE	E
TORONTO-DOMINION CENTRE LIMITED	E
TORSTAR CORPORATION	B E E
TRANS-WESTERN EXPLORATION, INC.	C

TRANSCANADA PIPELINES LIMITED	E E
TRICENTROL LIMITED	E E
TRIMAC LIMITED	E
TURBO RESOURCES LIMITED	E E
TYNE TERRACE HOMES LIMITED	C
UNICAN SECURITY SYSTEMS LTD.	A
UNITED ASBESTOS INC.	C
UNITED TIRE & RUBBER CO. LIMITED	C E
UNIVERSAL SAVINGS EQUITY FUND LIMITED	E E
UNIVERSAL SAVINGS INCOME FUND	E
UNIVERSAL SAVINGS INTERNATIONAL FUND	E
UNIVERSAL SAVINGS NATURAL RESOURCE AND ENERGY FUND	E
UNIVERSITY SCHOLARSHIPS OF CANADA	A
VAN der HOUT ASSOCIATES LIMITED	C
VENPOWER LIMITED	C
VULCAN INDUSTRIAL PACKAGING LIMITED	C
WAINOCO OIL CORPORATION	E E
WARREN EXPLORATIONS LIMITED	C E
WAYFAIR EXPLORATIONS LIMITED	E
WEBBWOOD MOBILE HOME ESTATES LIMITED	A B
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	C
WESTERN MINES LIMITED	C E
WESTMILLS CARPETS LIMITED	A B
WILANOUR RESOURCES LIMITED	E
WINDFALL OILS & MINES LIMITED	C
WITCO CHEMICAL CORPORATION	C C E
WORLDWIDE ENERGY CORPORATION	C
WRIGHT-HARGREAVES MINES LIMITED	C
ZELLER'S LIMITED	E E E E
AMALGAMATED LARDER MINES LIMITED	E
AMOCO CANADA PETROLEUM COMPANY LTD.	C
AMOS MINES LIMITED	E
AMPAL-AMERICAN ISRAEL CORPORATION	C
ATEBA MINES INC.	C
CAMCHIB RESOURCES INC.	F
CENTRAL DYNAMICS LTD.	C
CENTRAL PARK LODGES OF CANADA	E
FORT NORMAN EXPLORATIONS INC.	C
GENERAL TELEPHONE & ELECTRONICS CORPORATION	C
GREAT LAKES POWER CORPORATION LIMITED	B C
GROLLIER INCORPORATED	C
INTERNATIONAL PAPER COMPANY	E
JUPITER DEVELOPMENT CORPORATION LIMITED	E
MANUFACTURERS HANOVER CORPORATION	C
MANUFACTURERS HANOVER TRUST COMPANY	C
MAPLE LEAF MILLS LIMITED	C
N L INDUSTRIES, INC.	C
PAN AMERICAN WORLD AIRWAYS, INC.	C
PANCONTINENTAL PETROLEUM LIMITED	C
REID DOMINION PACKAGING LIMITED	C
SCUDDER DUO-VEST INC.	C
SEYMOUR RESOURCES INC.	C
SHARE MINES & OILS LTD.	A B C
SILVER LEADER MINES LIMITED	A

SPERRY CORPORATION	C
SYCON ENERGY CORPORATION	B
TANDY CORPORATION	C E
TEMAGAMI OIL & GAS LTD.	E E
UNITED STATES STEEL CORPORATION	C
WABASSO INC.	E
WITCO CHEMICAL CORPORATION	C E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 31, 1980	Canadian Broadcasting Corporation Pension Board of Trustees	The Royal Bank of Canada - Common Shares	\$ 50.00	19,775 shrs.
Oct. 31, 1980	The Canada Trust Company	"	50.00	25,000 "
Oct. 31, 1980	The Mortgage Insurance Company of Canada	"	50.00	10,000 "
Nov. 18, 1980		The Mercantile Bank of Canada - variable rate debenture due October 4, 1995	3,000,000.00	\$ 3,000,000.00
Nov. 15, 1980	John Bergsma	The Oxford Energy Syndicate - Units	1,000.00	10 units
Nov. 15, 1980	William J. O'Connor	"	1,000.00	10 "
Nov. 15, 1980	Thomas A. Lagerquist	"	940.00	10 "
Nov. 15, 1980	G. Todd Wright	"	940.00	10 "
Nov. 15, 1980	W. Keith Walker	"	940.00	20 "
Nov. 15, 1980	M. C. Rabkin	"	940.00	10 "
Nov. 15, 1980	Dr. Gregory W. Hallman	"	995.00	30 "
Nov. 15, 1980	Dr. George J. Vasiaga	"	970.00	80 "
Nov. 15, 1980	Dr. J. Douglas Maule	"	1,000.00	10 "
Nov. 15, 1980	Dr. Elliott Atkinson	"	1,000.00	25 "
Nov. 15, 1980	Dr. James G. Doner	"	1,000.00	10 "
Nov. 15, 1980	Afonso S. Chen	"	940.00	20 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 15, 1980	Rocco A. Schiralli	The Oxford Energy Syndicate - Units	\$ 1,000.00	10 units
Nov. 15, 1980	John D. Tripp	"	1,000.00	10 "
Nov. 15, 1980	Donald B. Rogers	"	1,000.00	10 "
Nov. 15, 1980	David A. Powell	"	947.00	15 "
Nov. 15, 1980	Allan V. Castledine	"	940.00	10 "
Nov. 15, 1980	Percy Segal (In Trust)	"	1,000.00	50 "
Nov. 15, 1980	John C. Labbett	"	940.00	10 "
Nov. 15, 1980	Kenneth E. Howie	"	1,000.00	10 "
Nov. 15, 1980	John S. Hodkinson	"	1,000.00	10 "
Nov. 15, 1980	Michael Dennis	"	1,000.00	30 "
Nov. 15, 1980	Gordon D. Aloisio	"	1,000.00	10 "
Nov. 15, 1980	Robert C. Caldwell	"	940.00	100 "
Nov. 15, 1980	Dr. Roderick N. Jack	"	995.00	30 "
Nov. 15, 1980	Dr. Donald L.A. Bastedo	"	1,000.00	20 "
Nov. 15, 1980	Mel Wallbank	"	1,000.00	10 "
Nov. 15, 1980	Ralph O. Howie	"	1,000.00	10 "
Nov. 15, 1980	E. Lillian Gertsman	"	1,000.00	10 "
Nov. 15, 1980	F. C. Bouck	"	1,000.00	10 "
Nov. 15, 1980	John A. Alexander	"	1,000.00	10 "
Nov. 15, 1980	Brian May	"	940.00	10 "
Nov. 15, 1980	Dr. James A. Hutchison	"	1,000.00	10 "
Nov. 15, 1980	N. C. Brewster	"	940.00	10 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 15, 1980	Melville B. Dale	The Oxford Energy Syndicate - Units	\$ 1,000.00	10 units
Nov. 15, 1980	A. Michael Castledine (In Trust)	"	940.00	10 "
Nov. 15, 1980	R. A. Marcello	"	940.00	25 "
Nov. 15, 1980	Timothy Boyd-Wilson	"	1,000.00	10 "
Nov. 15, 1980	Dr. Roger D. Doner	"	1,000.00	10 "
Nov. 15, 1980	John H. Jenkins	"	1,000.00	10 "
Nov. 15, 1980	Donald W. Jenkins	"	1,000.00	10 "
Nov. 15, 1980	Roy H. Clark	"	1,000.00	10 "
Nov. 15, 1980	Robert Logan	"	1,000.00	10 "
Nov. 15, 1980	George Taeuschel	"	1,000.00	10 "
Nov. 15, 1980	Elizabeth T. Breekov	"	1,000.00	10 "
Nov. 15, 1980	Michael DelGrande	"	940.00	10 "
Nov. 15, 1980	Patrick Harrison	"	1,000.00	10 "
Nov. 15, 1980	NG Katie, Yuk-Ling	"	1,000.00	20 "
Nov. 15, 1980	Robert W. Garner	"	940.00	50 "
Nov. 15, 1980	Irwin Singer	"	940.00	5 "
Nov. 15, 1980	Dr. Ralph V. Blatt	Ginser Energy Syndicate - Units	1,000.00	15 "
Nov. 15, 1980	Al Silverberg	"	1,000.00	20 "
Nov. 15, 1980	Ben Richman	"	1,000.00	10 "
Nov. 15, 1980	Martin Richman	"	1,000.00	25 "
Nov. 15, 1980	Irwin Singer	"	1,000.00	10 "
Nov. 15, 1980	Dr. Elliott Lyons	"	1,000.00	5 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 15, 1980	John Stuart Anthony	Ginser Energy Syndicate - Units	\$ 1,000.00	5 units
Nov. 15, 1980	Leonard Feigman	"	1,000.00	20 "
Nov. 15, 1980	Steven Latner	"	1,000.00	50 "
Nov. 15, 1980	Herbert L. Schreiber	"	1,000.00	25 "
Nov. 15, 1980	Harvey S. Hecker	"	1,000.00	25 "
Nov. 15, 1980	Dr. Albert Goldhar	"	1,000.00	10 "
Nov. 15, 1980	Jack Gordon Teichman	"	1,000.00	10 "
Nov. 15, 1980	Dr. Abraham Eisen	"	1,000.00	10 "
Nov. 15, 1980	Sigmund Soudack	"	1,000.00	10 "
Nov. 15, 1980	Lloyd S. D. Fogler	"	1,000.00	25 "
Nov. 15, 1980	Michael Singer	"	1,000.00	10 "
Nov. 15, 1980	Fred Singer	"	1,000.00	15 "
Nov. 15, 1980	Ann Singer	"	1,000.00	10 "
Nov. 15, 1980	Alex Richman	"	1,000.00	25 "
Nov. 15, 1980	Bill Brownstone	"	1,000.00	15 "
Nov. 15, 1980	Richard Krelstein	"	1,000.00	38 "
Nov. 15, 1980	344055 Ontario Limited	"	1,000.00	20 "
Nov. 15, 1980	Lola Weisstub	"	1,000.00	25 "
Nov. 15, 1980	Dr. James Cutler	"	1,000.00	10 "
Nov. 15, 1980	Dr. Louis London	"	1,000.00	10 "
Nov. 15, 1980	Martin Teplitsky	"	1,000.00	50 "
Nov. 15, 1980	Sol Mednick	"	1,000.00	15 "
Nov. 15, 1980	Hersh Goldin	"	1,000.00	10 "
Nov. 15, 1980	Angelo Breda	"	1,000.00	10 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 15, 1980	Jack Austin	Ginser Energy Syndicate - Units	\$ 1,000.00	10 units
Nov. 15, 1980	Elizabeth Breda	"	1,000.00	10 "
Nov. 15, 1980	Alan R. Orman	"	1,000.00	10 "
Nov. 15, 1980	Gerald L. Freed	"	1,000.00	10 "
Nov. 15, 1980	Simon Bramson	"	1,000.00	10 "
Nov. 15, 1980	R. Bruce Briggs	"	1,000.00	25 "
Nov. 15, 1980	Dr. Gary Zlot	"	1,000.00	10 "
Nov. 15, 1980	Dr. Leonard Levine	"	1,000.00	20 "
Nov. 15, 1980	Donald B. Climo	"	1,000.00	10 "
Nov. 15, 1980	A. J. Solomon	"	1,000.00	25 "
Nov. 15, 1980	Lionel Walters	"	1,000.00	30 "
Nov. 15, 1980	Joseph M. Shaughnessy	The Alpha Energy Syndicate - Units	940.00	20 "
Nov. 15, 1980	Richard Martin	"	1,000.00	10 "
Nov. 15, 1980	A. W. White	"	1,000.00	20 "
Nov. 15, 1980	Ronald White	"	940.00	20 "
Nov. 15, 1980	Nancy White	"	1,000.00	10 "
Nov. 15, 1980	Dr. Walter Downer	"	1,000.00	10 "
Nov. 15, 1980	Barry Curtis	"	940.00	10 "
Nov. 15, 1980	Irwin Singer	"	940.00	5 "
Nov. 12, 1980	Allen S. Briggs	Mancus Investment & Management Corporation - Common Shares	1.00	5,000 shrs
Nov. 12, 1980	J. Douglas Creighton	"	1.00	5,000 "
Nov. 12, 1980	James Gairdner	"	1.00	5,000 "
Nov. 12, 1980	David Peter Gellatly	"	1.00	5,000 "
Nov. 12, 1980	John Eric Gillespie	"	1.00	5,000 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 12, 1980	Donald Allestair Hunter	Mancus Investment & Management Corporation - Common Shares	\$ 1.00	5,000 shrs
Nov. 12, 1980	Robert J. Mailloux	"	1.00	5,000 "
Nov. 12, 1980	Lawrence Maker	"	1.00	5,000 "
Nov. 12, 1980	John T. Pennachetti	"	1.00	5,000 "
Nov. 12, 1980	James K. Rayburn	"	1.00	5,000 "
Nov. 12, 1980	John A. Rhynas	"	1.00	5,000 "
Nov. 12, 1980	R. Allan Scoon	"	1.00	5,000 "
Nov. 12, 1980	John C. Stephenson	"	1.00	5,000 "
Nov. 12, 1980	James N. Talbot	"	1.00	5,000 "
Nov. 12, 1980	James Grayson Torrance	"	1.00	5,000 "
Nov. 12, 1980	George Douglas Zimmerman	"	1.00	5,000 "
Nov. 12, 1980	Aero Environmental Limited	"	1.00	5,000 "
Nov. 12, 1980	Southern Marketing Consultants Limited	"	1.00	5,000 "
Nov. 12, 1980	Paul Braun	"	1.00	5,000 "
Nov. 12, 1980	Mossford Developments Limited	"	1.00	5,000 "
Oct. 31, 1980	HCI Holdings Ltd.	Quinstar Oil Corporation - 8% Convertible Debentures - Common Shares Warrants	50,000.00	50,000.00
			1.66	30,000 shrs 5,000 wts
Oct. 31, 1980	New Venture Equities	"	125,000.00	\$ 125,000.00
			1.66	75,000 shrs 12,500 wts

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 31, 1980	Rustar Investments	Quinstar Oil Corporation - 8% Convertible Debentures Common Shares	\$ 75,000.00	\$ 75,000.00
Oct. 31, 1980	Lomcan Management Ltd.	Warrants	1.66	45,000 shrs 7,500 wts
Oct. 31, 1980	First Marathon Securities Limited	"	125,000.00	125,000.00
Nov. 14, 1980	Ms. Marion Woodman	"	1.66	75,000 shrs 12,500 wts
Nov. 14, 1980	Dr. Wm. McGillivray	"		125,000 wts
Nov. 14, 1980	Dr. Steve Rolbin	"Hainford Manor" - Units	85,313.00	2 units
Nov. 14, 1980	Dr. Bruce Truscott	"	85,313.00	1 unit
Nov. 14, 1980	Dr. R. Isaacs	"	85,313.00	2 units
Nov. 14, 1980	Dr. E. Ozcan	"	85,313.00	2 "
Nov. 14, 1980	Dr. G. Kutas	"	85,313.00	1 unit
Nov. 14, 1980	Dr. Abraham Cohen	"	85,313.00	3 units
Nov. 14, 1980	Dr. Peter Elstone	"	85,313.00	1 unit
Nov. 24, 1980	Paul J. McGroarty	"	85,313.00	2 units
Nov. 24, 1980	Sharon Taylor	Century Energy Corp. Ltd. - Common Shares	.50	1 unit 5,000 shrs
Nov. 24, 1980	William B. Young	"	.50	
Nov. 24, 1980	Donald F. Overholt	"	.50	20,000 "
Nov. 24, 1980	Gene D. Solmundson	"	.50	10,000 "
Nov. 24, 1980	Alex G. Kennedy	"	.50	50,000 "
Nov. 24, 1980	John C. Cadwallader	"	.50	40,000 "
Nov. 24, 1980	Whitman LeRoy Goodwin	"	.50	32,000 "
Nov. 24, 1980	Mr. Kenneth Saltman	"	.50	20,000 "
Nov. 24, 1980		"	.50	10,000 "
Nov. 24, 1980		"	.50	10,000 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 24, 1980	John V. Dodds	Century Energy Corp. Ltd. - Common Shares	\$.50	200,000 shrs
Nov. 24, 1980	Mark R. Dodds	"	.50	10,000 "
Nov. 24, 1980	Jason J. Dodds	"	.50	10,000 "
Nov. 24, 1980	Kristina S. Dodds	"	.50	10,000 "
Nov. 24, 1980	Marion Moxon	"	.50	10,000 "
Nov. 24, 1980	June Dodds	"	.50	40,000 "
Nov. 24, 1980	D. T. Associates	"	.50	200,000 "
Nov. 24, 1980	Michael E. Ardeel	"	.50	10,000 "
Nov. 24, 1980	Leighton S. McDonald	"	.50	20,000 "
Nov. 24, 1980	Alvin D. Fagan	"	.50	100,000 "
Nov. 24, 1980	David Glen Egan	"	.50	20,000 "
Nov. 24, 1980	Sunray Investments Corp.	"	.50	168,000 "
Nov. 24, 1980	Ross J. McGroarty	"	.50	100,000 "
Nov. 24, 1980	Gregory John McGroarty	"	.50	5,000 "
Nov. 17, 1980		Atlas Yellowknife Resources Limited - 12% Floating Charge Convertible Debenture due February 10, 1986	100,000.00 \$	100,000.00
Nov. 17, 1980		"	125,000.00	125,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	100,000.00	100,000.00
Nov. 17, 1980		"	225,000.00	225,000.00

<u>Transaction Date</u>	<u>Buyer</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 19, 1980	Brian Herbinson		Salvador Dali Portrait of Autumn Associates - Units	\$ 50,000.00	1 unit
Nov. 19, 1980	John Trent		"	50,000.00	1 "
Nov. 19, 1980	Norman Davis		"	50,000.00	1 "
Nov. 19, 1980	Kroum Pindoff		"	50,000.00	1 "
Nov. 19, 1980	Barry Altbaum		"	50,000.00	1 "

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 17, 1980- Nov. 25, 1980	Sep. 12, 1979	White Syndicate	Pennant Resources Limited - Common Shares	\$ 2.83 to 3.55	25,000 shrs
Nov. 3, 1980- Nov. 10, 1980	Aug. 12, 1979	John Bee Limited	Goldale Investments Limited - Class "A" Non-Voting Shares	9.50 to 10.25	20,000 "
Nov. 6, 1980- Nov. 11, 1980	Sep. 14, 1979	Blue Chestnut Investments Limited	"	9.80 to 11.25	15,000 "
Nov. 13, 1980- Nov. 18, 1980	Sep. 14, 1979	Northcal Investments Limited	"	11.375 to 12.50	8,500 "
Oct. 31, 1980- Nov. 4, 1980	July 19, 1979	LouRose Holdings Limited	Dynamar Energy Limited Common Shares	4.40 to 4.60	5,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Stephen Kay	United Reef Petroleum Ltd. - Common Shares	93,750 shares
J. H. Hirshhorn	"	375,000 "

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10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 5TH DECEMBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

SUPPLEMENT "X"

THE COMMODITY FUTURES ACT, 1978
REVISIONS TO THE COMMODITY
CONCENTRATION FACTORS

SUPPLEMENT "X-1"

DRAFT POLICY
RESTRICTIONS ON TRADING BY ONTARIO
REGISTRANTS IN UNQUALIFIED
SECURITIES: DISTRIBUTIONS OUT OF
AND INTO ONTARIO

SUPPLEMENT "X-2"

DRAFT PROPOSED AMENDMENTS TO
THE SECURITIES ACT



CEASE TRADING ORDERS - THE SECURITIES ACT

AMOS MINES LIMITED

Whereas the Quebec Securities Commission has ordered all brokers to cease trading in securities of Amos Mines Limited pending clarification of that company's status in that Province;

And upon being of the opinion that it is in the public interest that trading in Ontario of securities of Amos Mines Limited should also cease pending such clarification;

The Commission ordered pursuant to the provisions of S.123(3) of The Securities Act, S.O. 1978, C.47, as amended, that all trading in securities of Amos Mines Limited shall cease forthwith for a period of fifteen days from 2nd December, 1980.

CARD LAKE COPPER MINES LIMITED

The cease trading order dated 25th November, 1980, was rescinded 4th December, 1980, the company being now up-to-date with its filings.

CHIBOUG COPPER CORPORATION LIMITED

The cease trading order dated 16th October, 1980, and continued 30th October, 1980, was rescinded 3rd December, 1980, the company being now up-to-date with its filings.

DREADNOUGHT INVESTMENTS LIMITED
UNIVERSAL SECTIONS LIMITED

The cease trading order dated 21st November, 1980, with respect to each company was continued 5th December, 1980, pending each company complying with Part XVII of The Securities Act, 1978.

ELKS STORES LIMITED

Upon Elks Stores Limited (the "Corporation") having:

- (a) informed the Commission staff that certain financial statements previously filed with the Commission have been found to be inaccurate, and
- (b) requested that all trading in respect of the securities of the Corporation be halted pending clarification of this situation;

And upon the Commission having formed the opinion that the making of this order is in the public interest;

The Commission ordered pursuant to S.123(3) of The Securities Act, S.O. 1978, C.47, as amended, that all trading in respect of the securities of the Corporation shall cease 28th November, 1980, and this order shall expire on 13th December, 1980, unless extended, varied or rescinded.

GOTHIC MINES & OILS LIMITED

The cease trading order dated 19th November, 1980, was rescinded 3rd December, 1980, the company being now up-to-date with its filings.

INTERNATIONAL PHOENIX CAPITAL CORP.

The cease trading order dated 19th November, 1980, was continued 3rd December, 1980, pending the company complying with Part XVII of The Securities Act, 1978.

TYNE TERRACE HOMES LIMITED

The cease trading order dated 19th November, 1980, was rescinded 2nd December, 1980, the company being now up-to-date with its filings.

DECISIONS - THE SECURITIES ACT

BUSHNELL COMMUNICATIONS LIMITED

Upon the application of Bushnell Communications Limited ("Bushnell") to the Ontario Securities Commission ("Commission") for an order pursuant to S.82 of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon it being represented that Bushnell now has fewer than fifteen securityholders resident in Ontario;

And upon the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.82 of the Act that Bushnell be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act for so long as it shall have fewer than fifteen securityholders whose latest address as shown on the books of Bushnell is in Ontario.

CONSUMERS DISTRIBUTING COMPANY LIMITED

UPON the application of Jack Stupp (the "Applicant") to the Ontario Securities Commission pursuant to Section 73 of The Securities Act, 1978, S.O. 1978, C.47, as amended (the "Act");

AND UPON reading the application and the recommendation of the Commission's staff and hearing counsel for the Applicant;

AND UPON being satisfied that to make this ruling would not be prejudicial to the public interest;

NOW THEREFORE it is ruled that the intended trade ("Intended Trade") by way of sale by the Applicant of up to 200,000 Common Shares of The Consumers Distributing Company Limited ("Consumers") is not subject to Section 52 of the Act;

SUBJECT TO THE TERMS AND CONDITIONS THAT:

1. The Applicant files with the Commission, to the attention of Market Analyst, at least seven days and not more than fourteen days prior to the first Intended Trade made by the Applicant,
 - (a) a Notice of Intention to sell in the form of Form 23 to the regulations;
 - (b) a Declaration, Undertaking and Certificate in the form of Form 23 to the regulation signed by the Applicant or the Applicant's Attorney duly appointed;
2. The Notice of Intention and Declaration, Undertaking and Certificate required to be filed under condition 1 of this ruling, is renewed and filed at the end of sixty days after the original date of filing and thereafter at the end of each twenty-eight day period so long as any of the shares specified under the original notice have not been sold or until notice has been filed that the shares so specified or any part thereof are no longer for sale;

3. No unusual effort is made to prepare the market or to create a demand for the shares and no extraordinary commission or other consideration is paid in respect of the Intended Trade or any part thereof;
4. No part of the Intended Trade is made prior to ten days subsequent to the date of publication of this ruling in the Weekly Summary of the Commission;
5. The Intended Trade is effected through the facilities of The Toronto Stock Exchange pursuant to its requirements;
6. The Applicant appoints a registered dealer (the "Dealer") to act on his behalf which appointment is not to be revoked without prior notice to the Commission, to the attention of Market Analyst;
7. The Dealer reports to the Commission, to the attention of Market Analyst and on the last trading day of each month, the total number of common shares of Consumers sold by the Applicant during the month and, forthwith, the date when the total of 200,000 common shares of Consumers is sold;
8. Within three days after the completion of any Intended Trade, the Applicant files a report thereof in the form prescribed under Part XX of the Act;
9. Consumers is not in default of any requirement of the Act or the Regulations as of the date of commencement of the Intended Trade and the Intended Trade terminates forthwith in the event of any such default prior to completion of the Intended Trade;
10. This ruling expires forthwith upon the occurrence of a material change in the affairs of Consumers and is of no further force and effect thereafter unless and until the Applicant, upon further application, satisfies the Commission and the Commission rules that this ruling is revived to be effective from and after the occurrence of such material change.

CANADIAN CO-OPERATIVE CREDIT
SOCIETY LIMITED

UPON the application of Canadian Co-Operative Credit Society Limited (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to Section 73 of The Securities Act, 1978, S.O. 1978, Chapter 47, as amended (the "Act") for a ruling that certain trades made by the Applicant in shares of its capital stock shall not be subject to Section 24 or Section 52 of the Act;

AND upon it appearing that:

1. The Applicant is a corporation incorporated by Special Act of the Parliament of Canada entitled "An Act to Incorporate Canadian Co-Operative Credit Society Limited" 1-2 Elizabeth II, Chapter 58;
2. The Applicant is regulated by the Cooperative Credit Associations Act, R.S.C. 1970, C.29 (the "Cooperative Credit Associations Act") under the supervision of the Superintendent of Insurance of Canada;
3. These persons and corporations who may hold shares in the Applicant are restricted by the Cooperative Credit Associations Act, and further restricted by the by-laws of the Applicant to:
 - a) cooperative credit societies incorporated by or pursuant to an Act of Parliament or of the legislature of a province, being credit union centrals;

- b) cooperative credit societies incorporated by or pursuant to an Act of Parliament or of the legislature of a province, being caisses populaires centrales;
 - c) Canadian cooperative financial service organizations;
 - d) other cooperative organizations; and
 - e) international cooperative financial service organizations;
4. An Order of the Commission issued August 29, 1980 in respect of the financial reporting of the Applicant;

AND UPON the Commission being satisfied that to do so would not be prejudicial to the public interest:

IT IS ORDERED pursuant to Section 73 of the Act that trades by the Applicant in shares of its capital stock shall not be subject to Sections 24 or 52 of the Act;

SUBJECT TO THE TERMS AND CONDITIONS THAT:

1. The Applicant deliver to its shareholders the financial statements required by Section 12 of the Regulations to the Act as amended by the order of the Commission dated August 29, 1980 or any further order of the Commission as if it were a reporting issuer within the meaning of the Act;
2. The Applicant shall trade in its shares only with those persons or corporations presently permitted under the Cooperative Credit Associations Act and the by-laws of the Applicant.
3. The within Ruling shall expire forthwith upon the occurrence of a material change in the affairs of the Applicant and shall be of no further force and effect thereafter unless and until the Applicant, upon further application, shall have satisfied the Commission and the Commission shall have ruled that this Ruling shall be revived to be effective from and after the occurrence of such material change.

DENTSPLY INTERNATIONAL INC.

Upon the application of Dentsply International Inc. ("Dentsply") under S.73 of The Securities Act, S.O. 1978, c.47, as amended (the "Act");

And upon it appearing to the Ontario Securities Commission (the "Commission") that:

- a) Dentsply is a Delaware corporation, trading publicly, with no more than 39 shareholders resident in Ontario;
- b) Dentsply has proposed a dividend reinvestment and cash investment stock purchase plan (the "Plan") available only to current shareholders; and
- c) To grant the within exemption would not be prejudicial to the public interest;

The Commission ordered pursuant to S.73 of the Act, that Dentsply is not subject to S.24 or S.52 of the Act in connection with trades pursuant to the Plan provided that:

- 1. a copy of all material sent to shareholders of Dentsply resident in the United States of America relating to the Plan and a summary of the Canadian Income Tax consequences to shareholders resident in Canada shall be sent to those shareholders of Dentsply resident in Ontario and to the Commission;
- 2. the Commission be notified by Dentsply of any suspension, termination or modification of the Plan; and
- 3. the Commission be sent all material sent to shareholders, including quarterly and annual financial statements, notice of annual meetings, and proxy statements.

GOLDEN BRIAR MINES LIMITED

Upon the application of Golden Briar Mines Limited ("Golden") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Golden be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of Golden's fiscal years provided that:

1. By a vote of the securityholders of Golden, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Golden unless the Commission is satisfied that the exemption should continue.

IMASCO PENSION FUND SOCIETY

The Commission granted recognition to Imasco Pension Fund Society as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

GRANDUC MINES LIMITED (N.P.L.)

Upon the application of Granduc Mines Limited (N.P.L.) ("Granduc") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Granduc be and hereby is exempted from the requirement of S.78 of the Act to send to its securityholders resident in Ontario the interim financial statements for each of its first and third quarters of each of its fiscal years provided that:

1. By a vote of the securityholders of Granduc, entitled to vote, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Granduc unless the Commission is satisfied that the exemption should continue.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"THRESHOLD"

UPON the application of Passage Films Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "Threshold" (the "Film");

AND UPON the Commission being advised that:

John Slan ("Slan") is the sole shareholder of Slan Enterprises Limited ("Enterprises") and Phillip W. Johnston ("Johnston") is the sole shareholder of P. W. Johnston Holdings Limited ("Holdings") and Robert Sax ("Sax") is the sole shareholder of Rebop Productions Inc. (Rebop");

Slan, Enterprises, Johnston, Holdings, Sax and Rebop (collectively, the "Principals") are individuals and personal service corporations receiving fees in relation to production of the Film;

Enterprises, the Federal Business Development Bank and Holdings are the shareholders (the "Shareholders") of Paragon Pictures Inc. ("Paragon");

Paragon is the parent and sole shareholder of the Issuer;

Slan, Johnston, Sax and Michael Prupas ("Prupas") are the directors (the "Directors") of the Issuer; and

The Principals, Shareholders, Directors and Paragon are aware of the importance of compliance by the Issuer with the requirements of this order applicable to the Issuer;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Subscribers' Agreement by and among the Unitholders, the Issuer, Paragon and Canada Permanent Trust Company (the "Subscribers' Agreement") annexed to a prospectus, dated November 24, 1980 (the "Prospectus"), certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

Paragon, pursuant to the Subscribers' Agreement, will be appointed as sole and exclusive agent of the Unitholders to negotiate and enter into agreements for distribution and commercial exploitation of the Film and ancillary rights relating thereto, all upon such terms and conditions as Paragon in good faith determines to be in the best interests of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Principals, Shareholders, Directors and Paragon file with the Commission a compliance

undertaking (the "Compliance Undertaking") addressed to the Commission, providing that the Directors, Shareholders (other than Federal Business Development Bank) and Paragon jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer, the Principals, Directors, Shareholders (other than Federal Business Development Bank) and Paragon jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;

2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. The Issuer, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including
 - (a) in 1981, a copy of the Provisional Certification,
 - (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
 - (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada

and in every such year an explanation of the relevance of the information for income tax purposes;

4. The Issuer files with the Commission and, in accordance with the representations made in the Prospectus, gives to all Unitholders audited annual statements pertaining to contributory sources and allocations of Producers' Share, as defined in the Subscribers' Agreement, and, by appropriate grouping, to the distribution of revenues from the Film to those who participate;
5. The Issuer files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
6. The Issuer files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;
7. The Board of Directors of the Issuer approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
8. The Issuer files with the Commission and sends to all Unitholders audited annual financial statements of the Issuer prepared in accordance with section 77 of the Act;

9. The Issuer files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;
10. The Issuer files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
11. The Issuer
 - (a) complies with the requirements of section 74 of the Act as if it were a reporting issuer; and
 - (b) issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting issuer.

KENSINGTON APARTMENTS LIMITED

Upon the application of Kensington Apartments Limited ("Kensington") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Kensington be and hereby is exempted from the requirements of the Act to file with the Commission and send to its securityholders resident in Ontario interim financial statements for each of the first and third quarters of each of the fiscal years of Kensington provided that:

1. By a vote of the securityholders of Kensington, entitled to vote, taken at the next annual meeting of securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Kensington unless the Commission is satisfied that the exemption should continue.

MEAD & CO. LIMITED

Upon the application of Mead & Co. Limited for the acceptance of its voluntary surrender of registration pursuant to the provisions of S.26(3) of The Securities Act, S.O. 1978, c.47, as amended;

And upon being satisfied that to do so would not be prejudicial to the public interest;

The Commission ordered that the voluntary surrender of registration in the category of Broker-Investment Dealer by Mead & Co. Limited be and the same is hereby accepted pending receipt of satisfactory evidence that all obligations to its clients have been discharged.

PROVIGO INC.

Upon the application of Provigo Inc. ("Provigo") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Provigo be and hereby is exempted from the requirements of Ss. 76(1) and 78 of the Act such that the time period within which it shall file with the Commission and send to its shareholders resident in Ontario the interim financial statements for its third fiscal quarter ended November 1, 1980, is extended to 75 days from that date.

SKYLINE HOTELS LIMITED

Upon the application of Skyline Hotels Limited ("Skyline") to the Ontario Securities Commission ("Commission") pursuant to S.82 of The Securities Act, S.O. 1978, c.47, as amended (the "Act");

And upon it appearing that Skyline now has fewer than fifteen securityholders resident in Ontario;

And upon the Commission being satisfied that to grant this order would not be prejudicial to the public interest;

The Commission ordered pursuant to S.82 of the Act that Skyline be and hereby is deemed to have ceased to be a reporting issuer for the purposes of the Act so long as it shall have fewer than fifteen securityholders whose latest address as shown on the books of Skyline is in Ontario.

VOYAGEUR EXPLORATIONS LIMITED

Upon the application of Voyageur Explorations Limited ("Voyageur") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act");

And upon the Commission being of the opinion that to grant this exemption would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Voyageur be and hereby is exempted from the requirements to file with the Commission and send to its securityholders resident in Ontario the interim financial statements for each of its first and third quarters of each of its fiscal years provided that:

1. By a vote of the securityholders of Voyageur, entitled to vote, excluding insiders, affiliates and associates of Voyageur, taken at the next annual meeting of the securityholders, a majority of the votes cast shall approve of this exemption, but the result of such vote, in any case, shall be reported to the Commission in writing within three days of the taking of the vote; and
2. This exemption shall terminate thirty days after the occurrence of a material change in the affairs of Voyageur unless the Commission is satisfied that the exemption should continue.

BAB-SOL RESOURCE EXPLORATIONS LIMITED

Whereas Bab-Sol Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

CYCLONE RESOURCE EXPLORATIONS LIMITED

Whereas Cyclone Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

DANVERS RESOURCE EXPLORATIONS LIMITED

Whereas Danvers Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

FLAGSTAFF RESOURCE EXPLORATIONS INC.

Whereas Flagstaff Resource Explorations Inc. (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

GOLD VALLEY RESOURCE EXPLORATIONS LTD.

Whereas Gold Valley Resource Explorations Ltd. (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

JUPITER RESOURCE EXPLORATIONS LIMITED

Whereas Jupiter Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

KAMSACK RESOURCE EXPLORATIONS LIMITED

Whereas Kamsack Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

PARKLAND RESOURCE EXPLORATIONS LIMITED

Whereas Parkland Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

SOUTHWIND RESOURCE EXPLORATIONS LIMITED

Whereas Southwind Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

WHIRLWIND RESOURCE EXPLORATIONS LIMITED

Whereas Whirlwind Resource Explorations Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

DECISIONS - THE COMMODITY FUTURES ACT

CERIGO & ASSOCIATES

Upon the application of Cerigo & Associates for the acceptance of its voluntary surrender of registration pursuant to the provisions of S.24(3) of The Commodity Futures Act, S.O. 1978, c.48;

And upon being satisfied that to do so would not be prejudicial to the public interest;

The Commission ordered that the voluntary surrender of registration in the category of Introducing Broker by Cerigo & Associates be and the same is hereby accepted pending receipt of satisfactory evidence that all obligations to its clients have been discharged.

RUDOLF WOLFF COMMODITY BROKERS INC.

Upon the application of Rudolf Wolff Commodity Brokers Inc. for the acceptance of its voluntary surrender of registration pursuant to the provisions of S.24(3) of The Commodity Futures Act, S.O. 1978, c.48;

And upon being satisfied that to do so would not be prejudicial to the public interest;

The Commission ordered that the voluntary surrender of registration in the category of Non-Resident Carrying Broker by Rudolf Wolff Commodity Brokers Inc. be and the same is hereby accepted pending receipt of satisfactory evidence that all obligations to its clients have been discharged.

REVIVED CORPORATIONS

RE: COLUMBIA METALS CORP. LTD.

The above noted corporation was revived by order dated October 15, 1980.

The cease trading order issued by the Commission on October 11, 1977 continues in full force and effect.

RE: MARACAMBEAU MINES LTD.

The above noted corporation was revived by order dated October 16, 1980.

The cease trading order issued by the Commission on September 16, 1977 continues in full force and effect.

RE: PATRICIA SILVER MINES LIMITED

The above noted corporation was revived by order dated October 15, 1980.

The cease trading order issued by the Commission on September 22, 1977 continues in full force and effect.

PROSPECTUSES

OMBARDIER INC.

Final receipt issued December 4, 1980 for prospectus dated December 2, 1980 qualifying for sale in Ontario 1,500,000 Class B common shares at \$17.25 to net the corporation \$16.215 per share before issue expenses.

Underwriters: Wood Gundy Limited
Levesque, Beaubien Inc.
Geoffrion, Leclerc Inc.

CONSOLIDATED SUMMIT MINES LIMITED

Final receipt was issued December 2, 1980 for a prospectus dated November 3, 1980, qualifying for sale a maximum of 1,000,000 common shares (without par value) at a fixed price to be determined by reference to The Montreal Stock Exchange market on the day prior to the offering. This offering is to net the company a minimum of \$200,000.

There is also a secondary offering of a maximum of 100,000 common shares (without par value) none of the proceeds of which will accrue to the company.

Agent: Osler Wills Bickel Ltd.

THE METROPOLITAN INC.

Receipt issued December 3, 1980 for final prospectus dated December 1, 1980, qualifying \$20,000,000 of 12% convertible secured debentures, Series A (subordinated and redeemable) to be dated December 23, 1980 to mature December 31, 2000. To be offered at \$100 and accrued interest.

Underwriter: Levesque, Beaubien Inc.
Nesbitt Thomson Securities Limited
Wood Gundy

"IF YOU COULD SEE WHAT I HEAR"
(THE TOM SULLIVAN STORY)

Final receipt was issued December 2, 1980 for a prospectus dated November 28, 1980, qualifying for sale in Ontario, 100 units of undivided ownership interest in the feature-length motion picture film entitled "If You Could See What I Hear" (The Tom Sullivan Story), at a subscription price of \$10,000 per unit.

Agent: Shelter Financial Corporation

INVERNESS PETROLEUM LTD.

Final receipt issued November 28, 1980 for prospectus dated November 26, 1980 qualifying for sale in Ontario 480,000 units each unit consisting of three common shares and a warrant to purchase one common share. Price per unit \$28.00 less \$1.96 underwriting commission. Warrants are exercisable at \$11.00 prior to December 15, 1982.

Underwriter: McLeod Young Weir Limited

MERLAND EXPLORATIONS LIMITED

Final receipt was issued November 27, 1980 for a prospectus dated November 26, 1980 qualifying for sale in Ontario 2,000,000 \$2.00 cumulative redeemable convertible first preferred shares, Series A at \$25.00 per share to net the company \$48,000,000 before deducting expenses of issue.

Underwriters: Burns Fry Limited
McLeod Young Weir Limited

PASSAGE FILMS INC. RE
"THRESHOLD" A FEATURE LENGTH FILM

Final receipt dated December 4, 1980, issued to Passage Films Inc. for a prospectus dated November 24, 1980, qualifying 1,140 units of undivided interest in a film entitled "Threshold" for distribution in Ontario.

The units are offered on a best efforts basis.

Agents: A. E. Ames & Co. Limited

SCEPTRE 1980-81 PROGRAM

Final receipt dated December 4, 1980 issued for prospectus dated November 28, 1980, qualifying a minimum of 1,000 and a maximum of 1,500 limited partnership interests in Sceptre 1980-81 Exploration Program for distribution in Ontario at a price of \$10,000 per unit.

The units are offered on a best efforts basis.

Agent: Wood Gundy Limited
Peters & Co. Limited

SENLAC RESOURCES INC.

Receipt issued December 3, 1980 for final prospectus dated November 28, 1980 qualifying 750,000 common shares and 375,000 warrants. To be offered in units of one share and 1/2 a warrant at \$0.54 to net the company a minimum of \$160,000.

There is also a secondary offering of up to 112,500 common shares, to be offered at a price range of \$0.50 to \$1.50, the proceeds from which will not accrue to the company.

CORRECTION TO WEEKLY SUMMARY FOR WEEK ENDING 21ST NOVEMBER, 1980

Information on prospectus for "Incubus" should have read as follows:

"INCUBUS"

Final receipt dated November 30, 1980 issued for a prospectus dated November 13, 1980, qualifying for sale 1,095 units of undivided interest in a feature-length motion picture film presently titled "Incubus" at a purchase price of \$5,000 per unit.

This issue is not underwritten but is offered on a best efforts basis.

Agent: Shearson Loeb Rhoades (Canada) Inc.

RIGHTS OFFERINGS

CANADA DEVELOPMENT CORPORATION

Material acceptable to the Commission has been received with respect to the proposed shareholders dividend reinvestment and common share purchase plan by Canada Development Corporation.

GASCOME OILS LTD.

Material acceptable to the Commission has been received relating to the company's proposed rights offering whereby shareholders may subscribe for additional shares of the company on the basis of two additional common shares for each five common shares held on the record date at a price of \$3.10 per common share.

For each additional common share subscribed for and issued, shareholders will receive an additional share purchase warrant entitling them to purchase one additional common share of the company at \$3.75 per common share up to the close of business on February 23, 1982.

STATEMENT OF MATERIAL FACTS

LAURASIA RESOURCES LIMITED

The company is offering by means of a fixed price offering of up to 600,000 Treasury shares without par value to provide the corporation with not less than \$600,000 after commissions. The offering will be at such price per share as shall be determined by the Agent in consultation with the corporation and with the approval of The Toronto Stock Exchange.

Agent: Midland Doherty Limited

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Cincinnati-Porcupine Mines Ltd.	B. W. Anderson	Mrs. Judith Milton	100,000
	B. W. Anderson	Tom E. Chmilar	100,000
	B. W. Anderson	Mrs. Barbara A. Barton	100,000
Crackingstone Mines Limited	The Estate of John Maitland Macintosh	William M. Macintosh	549
	The Estate of John Maitland Macintosh	Ian A. Macintosh	548
	The Estate of John Maitland Macintosh	Mrs. Heather L. Yeigh	549
	The Estate of John Maitland Macintosh	Mrs. Janet H. Kingsmill	549
Milner Consolidated Silver Mines Limited	Edward Karpovich	Agnico-Eagle Mines Limited	52,500
Mirador Mines Limited	The Estate of John Maitland Macintosh	William M. Macintosh	20,625
	The Estate of John Maitland Macintosh	Ian A. Macintosh	20,625
	The Estate of John Maitland Macintosh	Mrs. Heather L. Yeigh	20,625
	The Estate of John Maitland Macintosh	Mrs. Janet H. Kingsmill	20,625

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

NOVEMBER 28th, 1980

SHELTER HYDROCARBONS LIMITED NATIONAL ISSUE-ALBERTA
OFFERING * COMMON SHARES (WITHOUT NOMINAL OR PAR VALUE)
AT A PRICE OF \$ * PER SHARE.
UNDERWRITER: RICHARDSON SECURITIES OF CANADA

WOODSREEF MINERALS LTD.

OFFERING \$2,050,000 AGGREGATE PRINCIPAL AMOUNT OF
DEBENTURES TO CERTAIN EXISTING SECURITY HOLDERS AND *
SHARES WITHOUT PAR VALUE AT A PRICE OF \$ * PER SHARE.
DEBENTURES AND SHARES ARE OFFERED IN UNITS, EACH UNIT
CONSISTING OF ONE DEBENTURE IN THE PRINCIPAL AMOUNT OF
\$1,000 AND * SHARES AT A PRICE OF \$ * PER UNIT.
AGENT: YORKTON SECURITIES INC.

DECEMBER 4th, 1980

CANADIAN IMPERIAL BANK OF COMMERCE NATIONAL ISSUE-ONTARIO
OFFERING \$ * CONVERTIBLE CLASS B PREFERRED SHARES, SERIES
1 (CUMULATIVE, REDEEMABLE AND NON-VOTING) AT A PRICE OF
\$ * PER SHARE TO YIELD * % PER ANNUM.
UNDERWRITERS: DOMINION SECURITIES LIMITED
BURNS FRY LIMITED
McLEOD YOUNG WEIR LIMITED

CEDAR RIDGE EXPLORATIONS LTD.

OFFERING 400,000 COMMON SHARES (WITHOUT PAR VALUE) AT A
PRICE OF .80¢ PER SHARE.
SECONDARY OFFERING: 160,000 SHARES.
UNDERWRITER: MARCHMENT & MACKAY LIMITED

AMENDMENT RECEIVED

DECEMBER 2nd, 1980

LORMAC EXPLORATIONS LIMITED

AMENDMENT #1 DATED NOVEMBER 26th, 1980 TO PROSPECTUS
DATED JANUARY 15th, 1980.
UNDERWRITER: MARCHMENT & MACKAY LIMITED

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

800 KENNEDY ROAD LIMITED	C
ACROFUND LTD.	E
ADVANCE MURGOR EXPLORATIONS LIMITED	E
AFTON MINES LTD.	E
AGGRESSIVE MINING LIMITED	C
ALCAN ALUMINUM LIMITED	C E
ALLARCO DEVELOPMENTS LTD.	E
AMAX INC.	C
AMERICAN EAGLE PETROLEUMS LIMITED	C
AMERICAN EXPRESS COMPANY	C
ANGLO-PERMANENT CORPORATE HOLDINGS LIMITED	C
ARBOR CAPITAL RESOURCES INC.	E
ASAMERA INC.	C E
ATCO LTD.	C E
ATLANTIC RICHFIELD COMPANY	C
ATLAS YELLOWKNIFE RESOURCES LIMITED	E E E
AUDAX GAS & OIL LTD.	E
AUGDOME CORPORATION LIMITED	E
AUTOMOTIVE HARDWARE LIMITED	C
B P CANADA INC.	E
BACHELOR LAKE GOLD MINES INC.	C
BANK OF BRITISH COLUMBIA	E
BANK OF MONTREAL	E
BANK OF NOVA SCOTIA	A
BANNER FUND	E
BAR RESOURCES LIMITED	C
BASIC RESOURCES INTERNATIONAL S.A.	E
BATON BROADCASTING INCORPORATED	E E
BAXTER CANNING CO. LIMITED, THE	C
BAY MILLS LIMITED	E E
BELL CANADA	C
BLACK PHOTO CORPORATION LIMITED	C
BLACKWOOD HODGE (CANADA) LIMITED	E
BOMAC BATTEN LIMITED	C
BOMBARDIER INC.	E

BONANZA OIL & GAS LTD.	E E
BOW VALLEY INDUSTRIES LTD.	E E E F
BRALORNE RESOURCES LIMITED	E E
BRASCAN LIMITED	E
BRINCO LIMITED	E
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E E
BRITISH COLUMBIA TELEPHONE COMPANY	E
BROULAN REEF MINES LIMITED	E
BROWN-McDADE MINES LIMITED	E
BRUNSWICK MINING AND SMELTING CORPORATION LIMITED	C
C & C YACHTS LIMITED	E
C-I-L INC.	E
CADILLAC FAIRVIEW CORPORATION LIMITED, THE	E
CALGARY POWER LTD.	C
CALVERT GAS & OILS LIMITED	C
CAMEL OIL & GAS LTD.	E
CAMFLO MINES LTD.	C E
CAMPBELL RESOURCES INC.	C E
CAMPEAU CORPORATION	C E
CANADA DEVELOPMENT CORPORATION	E
CANADA PERMANENT INCOME INVESTMENTS	C
CANADA TUNGSTEN MINING CORPORATION LIMITED	C
CANADEX MINING CORPORATION LIMITED	A B C E
CANADIAN CABLESYSTEMS LIMITED	E E E E
CANADIAN FOREMOST LTD.	C E
CANADIAN FOUNDATION COMPANY LTD.	E
CANADIAN GENERAL INVESTMENTS LIMITED	C
CANADIAN LENCOURT MINES LIMITED	C
CANADIAN MANOIR INDUSTRIES LIMITED	C
CANADIAN MARCONI COMPANY	C
CANADIAN PACIFIC LIMITED	C
CANADIAN RESERVE OIL & GAS LTD.	C
CANADIAN SUPERIOR OIL LTD.	C
CANBRA FOODS LTD.	C
CANDEL OIL LTD.	E
CAPTAIN MINES LIMITED	B E
CARA OPERATIONS LIMITED	C
CARMA DEVELOPERS LTD.	C
CARUSCAN CORPORATION	E
CASSIAR RESOURCES LIMITED	E
CASTLEBAR SILVER & COBALT MINES LIMITED	C E
CENTRAL AND EASTERN TRUST COMPANY	C E E E
CESSLAND CORPORATION LIMITED	C
CHAIN STORE EQUITIES LIMITED	C
CHEROKEE RESOURCES LIMITED	C
CHESBAR RESOURCES INC.	C E
CHIEFTAIN DEVELOPMENT CO. LTD.	C
CHROMASCO LIMITED	C E
CINCINNATI-PORCUPINE MINES LTD.	E
CLARION PETROLEUMS LTD.	E
CME RESOURCES INC.	E
COCHRANE-DUNLOP LIMITED	C

COCKFIELD BROWN INC.	C
COIN LAKE GOLD MINES LTD.	C
COMAPLEX RESOURCES INTERNATIONAL LTD.	C
COMMERCE CAPITAL MORTGAGE CORPORATION	C
COMMERCE CAPITAL TRUST MORTGAGE FUND	C
COMMERCIAL OIL AND GAS LTD.	C
COMTECH GROUP INTERNATIONAL LIMITED	C
CONSOLIDATED BATHURST INC.	E
CONSOLIDATED CANADIAN FARADAY LIMITED	C E
CONSOLIDATED IMPERIAL RESOURCES LIMITED	A B C
CONSOLIDATED PROFESSOR MINES LIMITED	C
CONTINENTAL GROUP INC., THE	C
CONTROLLED FOODS INTERNATIONAL LTD.	C
COPCONDA RESOURCES INC.	C E E F
COPPER PRINCE MINES LIMITED	A C
CORONATION GOLD EXPLORATIONS INC.	E
COSEKA 80-81 OIL AND GAS PARTNERSHIP	C
CRESTBROOK FOREST INDUSTRIES LTD.	C
CURRIE ROSE RESOURCES INC.	A B C
D'ELDONA GOLD MINES LTD.	E E
DALCO PETROLEUM LTD.	E
DALE-ROSE HOLDINGS LTD.	E
DANIEL DIVERSIFIED LIMITED	C
DAON CENTRE LIMITED PARTNERSHIP	C
DAVIDSON TISDALE MINES LIMITED	C
DAVIS DISTRIBUTING LIMITED	C
DEJOUR MINES LIMITED	C
DELAHEY CONSOLIDATED NICKEL MINES LIMITED	C
DICKENSON MINES LIMITED	E E
DIVERSIFIED MINES LIMITED	C
DOMINION EXPLORERS LIMITED	C
DOMINION TEXTILE INC.	E E
DOMSEC AMERICAN INVESTMENT ACCOUNT LIMITED	C
DREADNOUGHT INVESTMENTS LIMITED	C
DREYFUS FUND INCORPORATED, THE	C
DREYFUS FUND INTERNATIONAL LIMITED, THE	C
DRUG TRADING COMPANY LIMITED	C
DUNCAN GOLD RESOURCES INC.	C
DUSTBANE ENTERPRISES LIMITED	C E
DYLEX LIMITED	E E E
E-L FINANCIAL CORPORATION LIMITED	E
EASTERN PROVINCIAL AIRWAYS LIMITED	E F
EDOMAR RESOURCES LTD.	C
EGO RESOURCES LIMITED	C
ELMWOOD RESOURCES LTD.	C
ENERGY & PRECIOUS METALS INC.	B C E
EQUICAN VENTURES INC.	A B
EVERGREEN ENERGY RESOURCES LTD.	C E
EXTENDICARE LTD.	E E
EXXETER RESOURCES CORP.	C
FALCONBRIDGE NICKEL MINES LIMITED	E
FINCORP CAPITAL LTD.	A B
FIRST CANADIAN GOLD CORPORATION INC.	C
FIRST CITY FINANCIAL CORPORATION LTD.	C

FIRST CITY TRUST COMPANY	E E
FIRST HELLO	C
FOLLANSBEE RED LAKE GOLD MINES LIMITED	C
FOODEX INC.	C
FOUR SEASONS HOTELS LIMITED	C
FRANKFIELD EXPLORATIONS LTD.	C
FROOD DEEP NICKEL MINES LIMITED	C
G & B AUTOMATED EQUIPMENT LIMITED	C
G & H STEEL INDUSTRIES LIMITED	C
G.S.W. INC.	C E
GASCOME OILS LTD.	C
GENENERGY RESOURCES LTD.	E
GETTY OIL COMPANY	C
GIBRALTAR MINES LIMITED	E
GLENCAIR MINING COMPANY LIMITED	E
GOLDALE INVESTMENTS LIMITED	C
GOLDEN HOPE MINES LTD.	C E
GORDON-LEBEL MINES LIMITED	C
GRAFTON GROUP LIMITED	C
GRANDAD RESOURCES LIMITED	C
GRANDMA LEE'S INC.	B C
GRANDUC MINES, LIMITED	C
GREAT LAKES NICKEL LTD.	C
GREAT NORTHERN FINANCIAL CORPORATION	F
GREAT WEST STEEL INDUSTRIES LTD.	C
GREY GOOSE CORPORATION LIMITED	E E
GREYHOUND COMPUTER OF CANADA LTD.	C
GREYHOUND LINES OF CANADA LTD.	C
GUARANTY TRUST COMPANY OF CANADA	C
GUARDIAN CAPITAL GROUP LIMITED	C
GULCH RESOURCES LTD.	F
GULF CANADA LIMITED	E
H. PAULIN & CO., LIMITED	C E E
HARVEY WOODS LIMITED	C
HAVELOCK ENERGY & RESOURCES INC.	C
HAWKER SIDDELEY CANADA INC.	C E
HENNINGER BREWERY (ONTARIO) LTD.	C E
HIGHFIELD PROPERTY INVESTMENTS LTD.	E
HIRAM WALKER-CONSUMERS HOME LTD.	E E E
HOLLINGER ARGUS LIMITED	B C
HUDSON BAY MINES LIMITED, THE	E
HUDSON'S BAY COMPANY	E
HUNTER DOUGLAS CANADA LIMITED	E
HYDRA EXPLORATIONS LIMITED	E
I.T.L. INDUSTRIES LIMITED	C
IMASCO LIMITED	E
IMPERIAL GENERAL PROPERTIES LIMITED	E
INCO LIMITED	E E
INDUSTRIAL AMERICAN FUND	E
INDUSTRIAL INCOME FUND	E
INEXCO OIL COMPANY	E
INFINITUM GROWTH FUND INC.	A C
INTER-CITY GAS LIMITED	C
INTER-ROCK OIL COMPANY OF CANADA LIMITED	C

INTERNATIONAL MOGUL MINES LIMITED	E
INTERNATIONAL THOMSON ORGANISATION LIMITED	C E
INVESTORS GROWTH FUND OF CANADA LTD.	E
IRON BAY TRUST, THE	C
IVACO LTD.	C E
J-Q RESOURCES INC.	C
JANNOCK LIMITED	E
JOUTEL RESOURCES LIMITED	C E
KAISER RESOURCES LTD.	C
KALROCK DEVELOPMENTS LIMITED	E
KAM-KOTIA MINES LIMITED	E E
KAPKICHI NICKEL MINES LIMITED	C
KEEPRITE INC.	C
LA LUZ MINES LIMITED	C E
LA VERENDRYE MANAGEMENT CORPORATION	B C
LA-CHIB MINES LIMITED	C
LABRADOR MINING AND EXPLORATION COMPANY LIMITED	E
LACANA MINING CORPORATION	E
LAIDLAW TRANSPORTATION LIMITED	E E
LAKE SHORE MINES LIMITED	C
LAMBDA MERCANTILE CORPORATION	A B
LARDER RESOURCES INC.	E
LASSITER KUMA OILS LTD.	A
LAVA CAP RESOURCES LTD.	E
LEHNDORFF CANADIAN PROPERTIES	C
LEIGH INSTRUMENTS LIMITED	A B
LEON'S FURNITURE LIMITED	E
LES TERRAINS AURIFERES MALARTIC (QUEBEC) LIMITED	C
LEVER BROTHERS LIMITED	C
LEVY INDUSTRIES LIMITED	C
LITTLE LONG LAC GOLD MINES LIMITED	C
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	C
LONMED HOLDINGS LIMITED	C
LORMAC EXPLORATIONS LIMITED	C
M W RESOURCES LIMITED	C
MACKENZIE FINANCIAL CORPORATION	C E
MACLEAN-HUNTER LIMITED	B E E
MADELEINE MINES LTD.	C
MADSEN RED LAKE GOLD MINES LIMITED	C
MANDARIN MINES LIMITED	C
MAREAST EXPLORATIONS LIMITED	C
MATACHEWAN CONSOLIDATED MINES LIMITED	C
MCDONALD'S CORPORATION	C
MCINTYRE MINES LIMITED	E
MENTOR EXPLORATION & DEVELOPMENT CO. LIMITED	C
MERLAND EXPLORATIONS LIMITED	E
MEXTOR MINERALS LIMITED	C
MIDCON OIL & GAS LIMITED	C
MINDAMAR ENERGY RESOURCES LTD.	C
MINERAL RESOURCES INTERNATIONAL LIMITED	C
MINING GEOPHYSICS COMPANY LIMITED	C
MOBIL CORPORATION	E E

MONARCH INVESTMENTS LIMITED	C
MONENCO LIMITED	C
MORRISON PETROLEUMS LIMITED	C
MPG INVESTMENT CORPORATION LIMITED	E
MSZ RESOURCES LTD.	E
MUNICIPAL MORTGAGE FUND	E
N.S.R. RESOURCES INC.	C
NAHANNI MINES LIMITED	C
NATIONAL BANK OF CANADA	E E
NATIONAL IRON RESOURCES LIMITED	E
NATIONAL SEA PRODUCTS LIMITED	E E
NATIONAL TRUST COMPANY, LIMITED	E E E E
NBU MINES LTD.	C E F
NEOMAR RESOURCES LIMITED	C E
NESBITT MINING & EXPLORATION LIMITED	C
NEVASCO CORPORATION	C
NEW BRUNSWICK TELEPHONE CO. LTD., THE	E
NEW DOMINION RESOURCES LIMITED	C
NEW PROVIDENCE DEVELOPMENT COMPANY LIMITED, THE	C
NEWCREST DEVELOPMENTS LIMITED	C
NEWNORTH GOLD MINES LTD.	C E
NORANDA MINES LIMITED	E E
NORBASKA MINES LIMITED	C
NORCEN ENERGY RESOURCES LIMITED	E
NORLEX MINES LIMITED	C
NORTHERN TELECOM LIMITED	C E
NORTHERN TELEPHONE LIMITED	E
NORTHGATE EXPLORATION LIMITED	E
NORTHSTAR RESOURCES LTD.	E E
NORTHWAY-GESTALT CORPORATION	E
NOVA SCOTIA SAVINGS & LOAN COMPANY	E
NOVA, AN ALBERTA CORPORATION	E E
NUFORT RESOURCES INC.	C
NU-WEST GROUP LIMITED	E
OAKWOOD PETROLEUMS LTD.	C E
OCEANIC IRON ORE OF CANADA LIMITED	C
OCELOT INDUSTRIES LIMITED	C
ONAPING RESOURCES LIMITED	E F
ONYX PETROLEUM EXPLORATION COMPANY LTD.	C
OSHAWA GROUP LIMITED, THE	C
OSISKO LAKE MINES LIMITED	C
PACIFIC COPPER MINES LTD.	E
PACIFIC NORTHERN GAS LTD.	E
PAGE PETROLEUM LTD.	C E
PAGURIAN CORPORATION LIMITED, THE	E E
PALOMA PETROLEUM LTD.	C E
PAN CENTRAL EXPLORATIONS LIMITED	E
PANGO GOLD MINES LIMITED	C E
PANHANDLE EASTERN PIPE LINE COMPANY	E
PARAGON EXPLORATIONS LIMITED	C
PARQUET RESOURCES INC.	C
PE BEN OILFIELD SERVICES LTD.	E
PENN WEST PETROLEUM LTD.	E

PENNANT RESOURCES LIMITED	C
PETROBAR EXPLORATIONS INC.	C
PETROFINA INC.	C E
PETROL OIL & GAS COMPANY LIMITED, THE	E
PHOENIX CANADA OIL COMPANY LIMITED	E
PLACER DEVELOPMENTS LIMITED	E
PLUMBING MART CORPORATION	E
POLYSAR LIMITED	C
PONY SPORTING GOODS LIMITED	C
POP SHOPPES INTERNATIONAL INC.	E E
POWER CORPORATION OF CANADA	E
PRADO EXPLORATIONS LIMITED	C E
PREMIER COMMUNICATIONS LIMITED	B
PRICE COMPANY LIMITED, THE	E
PRONTO EXPLORATIONS LIMITED	C
PROTO EXPLORATIONS & HOLDINGS INC.	E
Q.M.G. HOLDINGS INC.	E
QUAKER OATS COMPANY, THE	C
QUEBEC STURGEON RIVER MINES LIMITED	C
QUEBEC-TELEPHONE	E
QUEENSTON GOLD MINES LIMITED	C
RAM PETROLEUMS LIMITED	C
RANCHMEN'S EXPLORATION & DEVELOPMENT PARTNERSHIP (1976)	C
RANCHMEN'S EXPLORATION & DEVELOPMENT PARTNERSHIP (1977)	C
RANCHMEN'S RESOURCES (1976) LTD.	C
READER'S DIGEST ASSOCIATION (CANADA) LTD.	C
REDPATH INDUSTRIES LIMITED	E
REDSTONE RESOURCES INC.	C
RESOLUTE PETROLEUMS LIMITED	C
REVENUE PROPERTIES COMPANY LIMITED	E E F
REYNOLDS ALUMINUM COMPANY OF CANADA LTD.	C
ROMAN CORPORATION LIMITED	C
ROYAL BANK OF CANADA, THE	E E
ROYAL TRUST "A" FUND	C
ROYAL TRUST "B" FUND	C
ROYAL TRUST "C" FUND	C
ROYAL TRUST "M" FUND	C
ROYEX STURGEX MINING LIMITED	B
S. B. McLAUGHLIN ASSOCIATES LIMITED	C E
SANDWELL AND COMPANY LIMITED	A B E
SCEPTRE RESOURCES LIMITED	C E E
SCOTTISH & YORK HOLDINGS LIMITED	C
SEAGRAM COMPANY LTD., THE	A B E
SEAWAY MULTI-CORP. LIMITED	C
SEEMAR MINES LIMITED	E
SHAW INDUSTRIES LTD.	C
SHELL CANADA LIMITED	E
SHELTER HYDROCARBONS 79-1	E E
SHERITT GORDON MINES LIMITED	E E E
SIGMA MINES (QUEBEC) LIMITED	C
SILKNIT LIMITED	C
SILVER PACK MINES LIMITED	C
SIMCOE ERIE INVESTORS LIMITED	C
SKLAR MANUFACTURING LIMITED	E

SKYE RESOURCES LTD.	E
SOLEX OIL SANDS CORPORATION	C
ST. LAWRENCE CEMENT CO.	C
STANDARD BROADCASTING CORPORATION LIMITED	A B
STANDARD INDUSTRIES LTD.	E
STANDARD TRUST COMPANY	E
STANFORD MINES LIMITED	C E
STEINBERG INC.	C E E E E E
STRATHEARN HOUSE GROUP LIMITED	C
STUART HOUSE INTERNATIONAL LIMITED	E
SULPETRO LIMITED	E
SUPERIOR ACCEPTANCE CORPORATION LIMITED	C
SYSTEMHOUSE LTD.	A B
T.G. BRIGHT & CO. LIMITED	C
T.T.Y. PARAMOUNT EXPLORATION PARTNERSHIP (1978)	C
TALCORP ASSOCIATES LIMITED	C E
TAMAN RESOURCES LIMITED	C
TARA EXPLORATION AND DEVELOPMENT COMPANY LIMITED	C
TEXASGULF INC.	C E E
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	E
THOMPSON-LUNDMARK GOLD MINES LIMITED	C E E
THOMSON NEWSPAPERS LIMITED	C
TINTINA SILVER MINES LIMITED	C
TOMBILL MINES LIMITED	C
TOROMONT INDUSTRIES LTD.	E
TORONTO-DOMINION BANK	C E E
TOTAL PETROLEUM (NORTH AMERICA) LTD.	C
TRANS-WESTERN EXPLORATION, INC.	C
TRANSCANADA PIPELINES LIMITED	E E E
TRIMAC LIMITED	C
TRINITY RESOURCES LTD.	C E
TTY PARAMOUNT PARTNERSHIP NO. 4	C
TTY PARAMOUNT PARTNERSHIP NO. 5	C
TURBO RESOURCES LIMITED	C E E
ULSTER PETROLEUMS LTD.	C
ULTRAMAR COMPANY LIMITED	C
UNICOL COLLECTION AGENCIES LIMITED	C
UNICORP FINANCIAL CORPORATION	C E E
UNION CARBIDE CANADA LIMITED	C
UNION GAS LIMITED	E
UNITED CANADIAN SHARES LIMITED	E
UNITED CANSO OIL & GAS LTD.	E
UNITED SISCOE MINES LTD.	C E
UNITED WESTBURNE INDUSTRIES LIMITED	C
VERSATILE CORNAT CORPORATION	E
VETINA ENERGY RESOURCES LTD.	C
VS SERVICES LTD.	E
VULCAN INDUSTRIAL PACKAGING LIMITED	E
WAJAX LIMITED	C
WARDAIR INTERNATIONAL LTD.	C
WARREN EXPLORATIONS LIMITED	E E F

WARRINGTON PRODUCTS LIMITED	E
WESTBURNE INTERNATIONAL INDUSTRIES LTD.	C E
WESTGROWTH PETROLEUMS LTD.	C
WESTINGHOUSE CANADA LIMITED	E
WHITE PASS & YUKON CORPORATION LIMITED, THE	E
WHITE STAR COPPER MINES LIMITED	A B C
WILANOUR RESOURCES LIMITED	C E E
WILLROY MINES LIMITED	C
WIN-ELDRICH MINES LIMITED	E
WINSTON CHURCHILL INVESTMENTS	C
WOODSREEF MINERALS LTD.	B
YELLOWKNIFE BEAR MINES LIMITED	C
YORK CENTRE CORPORATION	C
ZAPATA CORPORATION	E
ZELLER'S LIMITED	E E
AMALGAMATED LARDER MINES LTD.	E
AMERICAN ELECTRIC POWER COMPANY INC.	C
BATTLECREEK RESOURCES LTD. (NPL)	A
BENCORP INDUSTRIES LTD.	A B
CANADIAN INTERNATIONAL POWER COMPANY LIMITED	A B
CERES RESOURCES LTD.	E
CHAVIN OF CANADA LIMITED	C
CHEYENNE PETROLEUM CORPORATION (NPL)	A
CONSOLIDATED MARCUS GOLD MINES LIMITED	C
DONOHUE INC.	C
ENERGEX MINERALS LTD.	E
GOthic MINES & OILS LIMITED	C
GREAT LAKES POWER CORPORATION LIMITED	E
HAWKESBAY GOLF & CURLING LTD.	C
LUSTRE RESOURCES INC.	C
MID-WEST ENERGY INC.	C
NU GOLD ENTERPRISES CORPORATION	B
NEW CINCH URANIUM	E
NORTHWEST VENTURES LTD.	C
ORION CAPITAL CORPORATION	E
OSLER BLUFF SKI CLUB LIMITED, THE	C
PANARCTIC OILS LTD.	C
PATMORE GROUP LIMITED	B
PRENOR GROUP LTD.	C
RAINIER ENERGY RESOURCES INC.	E
REGAL CAPITAL PLANNERS LTD.	A
REID DOMINION PACKAGING LIMITED	E
SHIELD DEVELOPMENT COMPANY LTD.	C
SILVER SPRING MINES LTD.	A C
SONOR PETROLEUM CORPORATION	A B
ST. HUBERT BAR-B.Q. LTD.	E
STALL LAKE MINES LTD.	C
SUNGATE RESOURCES LTD.	C
SYCON ENERGY CORPORATION	C
TECTONIC ENERGY CORPORATION	E
TEMAGAMI OIL AND GAS LTD.	E
VELVET EXPLORATION CO. LTD.	A B
WESTERN STOCKYARDS LIMITED	B

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 20, 1980	Martin Richman	Etobicoke MURB - Building 3 - Units	\$ 100,000.00	1 unit
Nov. 20, 1980	Alexander Richman	"	100,000.00	2 units
Nov. 20, 1980	Al Orman	"	100,000.00	1 unit
Nov. 20, 1980	Gerald Freed	"	100,000.00	1 "
Nov. 20, 1980	A. R. Banack	"	100,000.00	1 "
Nov. 20, 1980	Earl Farber	"	100,000.00	1 "
Nov. 20, 1980	Myron Gottlieb	"	100,000.00	1 "
Nov. 20, 1980	Crawford Gordon	"	100,000.00	1 "
Nov. 20, 1980	William Prusin	"	100,000.00	1 "
Nov. 20, 1980	Michael Bederman	"	100,000.00	1 "
Nov. 20, 1980	Henry Krieger	"	100,000.00	1 "
Nov. 20, 1980	Lawrence Bloomberg	"	100,000.00	1 "
Nov. 20, 1980	J. Chefero Sand & Gravel Limited	"	100,000.00	1 "
Nov. 20, 1980	Gus Chefero	"	100,000.00	1 "
Nov. 20, 1980	Anthony Chefero	"	100,000.00	1 "
Nov. 20, 1980	Alan Davis	"	100,000.00	1 "
Nov. 20, 1980	Fred Chefero	"	100,000.00	1 "
Nov. 20, 1980	David Nathanson	"	100,000.00	1 "
Nov. 20, 1980	Max Eisen	"	100,000.00	1 "
Nov. 20, 1980	David Rose	"	100,000.00	1 "
Nov. 20, 1980	Stephen Sharpe	"	100,000.00	2 units
Nov. 20, 1980	Barry Shapero	"	100,000.00	1 unit
Nov. 20, 1980	Ray Starr	"	100,000.00	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 17, 1980		Howe & Hasting Limited Partnership - Class "A" Partnership Units	\$ 1,000.00	220 units
Nov. 17, 1980		"	1,000.00	110 "
Nov. 17, 1980		"	1,000.00	110 "
Nov. 17, 1980		"	1,000.00	220 "
Nov. 10, 1980	Lou Rose Holding Limited	Pan Cana Resources Ltd. - 8% Convertible Unsecured Debentures due November 10, 1995 with Warrants attached	100,000.00	\$ 100,000.00
Nov. 10, 1980	Brant Investments Limited	"	100,000.00	100,000.00
Nov. 10, 1980	Roytor and Co.	"	1,000,000.00	1,000,000.00
Nov. 10, 1980	The Canada Trust Company Account #09-100079-9	"	200,000.00	200,000.00
Nov. 10, 1980	Guaranty Trust Company of Canada Account #T51291	"	100,000.00	100,000.00
Nov. 10, 1980	National Trust Company Limited Account #26765L	"	400,000.00	400,000.00
Nov. 10, 1980	Manufacturers Life Insurance Company	"	1,800,000.00	1,800,000.00
Nov. 10, 1980	Fallbrook Holdings Ltd.	"	100,000.00	100,000.00
Oct. 31, 1980		Acklands Limited and Acklands Leasehold Properties Limited - Series "A" and Series "B" Debentures due October 30, 1985	40,000,000.00	40,000,000.00
Oct. 16, 1980	Banning Investments Ltd.	Refresco Ltd. - Units consisting of 1 Common share and 5.98 Preference share	22.02	3,700 units
Oct. 16, 1980	J. Abell	"	22.02	3,700 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 11, 1980	David F. Abel	Highland Partnership - Units of Limited Partnership Interest	\$ 100,015.15	1 unit
Nov. 11, 1980	Russell F. Baranowski	"	100,015.15	1 "
Nov. 11, 1980	Jerry W. Bliley	"	100,015.15	1 "
Nov. 11, 1980	R. W. Butler	"	100,015.15	1 "
Nov. 11, 1980	M. C. Davy	"	100,015.15	1 "
Nov. 11, 1980	Richard Day	"	100,015.15	1 "
Nov. 11, 1980	Ivan R. Feltham	"	100,015.15	1 "
Nov. 11, 1980	Dolliver H. Frederick	"	100,015.15	1 "
Nov. 11, 1980	Robert T. E. Gillespie	"	100,015.15	1 "
Nov. 11, 1980	J. P. G. Gordon	"	100,015.15	1 "
Nov. 11, 1980	P. D. Gordon	"	100,015.15	2 units
Nov. 11, 1980	Ross A. Hennigar	"	100,015.15	1 unit
Nov. 11, 1980	Travis F. Hill	"	100,015.15	1 "
Nov. 11, 1980	Brian M. King	"	100,015.15	1 "
Nov. 11, 1980	Gordon Krull	"	100,015.15	1 "
Nov. 11, 1980	Thomas R. Lamont	"	100,015.15	1 "
Nov. 11, 1980	Gene R. Laykish	"	100,015.15	1 "
Nov. 11, 1980	K. L. MacDonald	"	100,015.15	1 "
Nov. 11, 1980	R. B. MacDonald	"	100,015.15	1 "
Nov. 11, 1980	J. Boyce MacDougald	"	100,015.15	1 "
Nov. 11, 1980	Dudley M. McGreer	"	100,015.15	1 "
Nov. 11, 1980	J. Ian McGibbon	"	100,015.15	1 "
Nov. 11, 1980	Michael S. McLagan	"	100,015.15	1 "
Nov. 11, 1980	B. H. Morrison	"	100,015.15	1 "
Nov. 11, 1980	John A. Powell	"	100,015.15	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

Transaction Date	Purchaser	Security	Price	Amount
Nov. 11, 1980	John W. Sandford	Highland Partnership - Units of Limited Partnership Interest	\$ 100,015.15	2 units
Nov. 11, 1980	Denis F. Wilson	"	100,015.15	1 unit
Nov. 11, 1980	Murray P. Wilson	"	100,015.15	1 "
Nov. 11, 1980	J. W. Younger	"	100,015.15	1 "
Nov. 12, 1980	R. P. Riggan	"	100,015.15	1 "
Nov. 14, 1980	C. K. Boland	"	100,015.15	1 "
Nov. 27, 1980		Trizec Corporation Ltd. - Second Preferred shares Series "B"	100.00	200,000 shrs
Nov. 27, 1980		"	100.00	150,000 "
Nov. 20, 1980	National Trust Company Limited A/C 26765H	Federal Industries Limited - Class "A" Convertible Common Shares	12.00	23,000 "
Dec. 2, 1980		Canadian Tire Acceptance Limited Promissory Notes due December 2, 1985	2,000,000.00	\$ 2,000,000.00
Nov. 18, 1980	Mr. K. C. Hendrick	Spread your Wings - units of undivided beneficial ownership in 7 film productions	10,153.00	3 units
Nov. 18, 1980	Mr. Lorne G. French	"	10,153.00	2 "
Nov. 18, 1980	Mr. R. C. Gimlin	"	10,153.00	3 "
Nov. 18, 1980	Mr. G. H. G. Layt	"	10,153.00	4 "
Nov. 18, 1980	Mr. S. H. Sheard	"	10,153.00	2 "
Nov. 18, 1980	Mr. Stanley A. Cowtan	"	10,153.00	2 "
Nov. 18, 1980	Mr. George P. Delaney	"	10,153.00	6 "
Nov. 18, 1980	Mr. J. Ian McGibbon	"	10,153.00	1 unit
Nov. 18, 1980	Mr. Daniel L. Hogan	"	10,153.00	1 "
Nov. 18, 1980	Mr. Robert C. McCall	"	10,153.00	1 "

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 18, 1980	Mr. G. Ronald Jackson	Spread your Wings - units of undivided beneficial ownership in 7 film productions	\$ 10,153.00	1 unit
Nov. 18, 1980	Mr. Frederick A. Johnson	"	10,153.00	1 "
Nov. 18, 1980	Mr. Claude R. Marchand	"	10,153.00	1 "
Nov. 18, 1980	Mr. Donald F. Carrothers	"	10,153.00	1 "
Nov. 18, 1980	Mr. Scott A. Misener	"	10,153.00	2 units
Nov. 18, 1980	Mr. Dudley M. McGeer	"	10,153.00	2 "
Nov. 18, 1980	Mr. Jerri M. Mandel	"	10,153.00	2 "
Nov. 18, 1980	Mr. J. H. Hobbs	"	10,153.00	1 unit
Nov. 18, 1980	Mr. Paul Doyle	"	10,153.00	2 units
Nov. 18, 1980	Mr. M. S. McLagan	"	10,153.00	1 unit
Nov. 18, 1980	Mr. John Leng	"	10,153.00	2 units
Nov. 18, 1980	Mr. John F. Enright	"	10,153.00	2 "
Nov. 18, 1980	Mr. Gary D. Findlay	"	10,153.00	1 unit
Nov. 18, 1980	Mr. Harry W. G. Johnson	"	10,153.00	1 "
Nov. 18, 1980	Mr. G. J. Stickland	"	10,153.00	1 "
Nov. 18, 1980	Mr. T. M. Plewes	"	10,153.00	2 units
Nov. 18, 1980	Mr. A. R. McMurrich	"	10,153.00	2 "

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 19, 1980- Nov. 20, 1980	Sep. 14, 1979	Northcal Investments Limited	Goldale Investments Limited - Class "A" Non-Voting shares	\$ 12.50 to 13.875	2,500 shrs
Nov. 19, 1980- Nov. 20, 1980	Sep. 14, 1979	Blue Chestnut Investments Limited	"	12.50 to 14.25	5,000 "
Nov. 25, 1980- Nov. 26, 1980	Sep. 14, 1979	"	"	13.875 to 15.125	5,000 "

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES (continued)

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Oct. 21, 1980- Nov. 10, 1980	Sep. 12, 1979	Poorler Group 2 and Associates	Pennant Resources Limited - Common shares	\$ 2.90 to 3.10	117,500 shrs.
Nov. 18, 1980- Nov. 20, 1980	Mar. 30, 1979	Allcora Explorations Limited	Precambrian Shield Resources Limited - Common shares	8.625 to 8.875	22,400 "
Nov. 19, 1980	Jan. 26, 1979	Haycrest Investments Ltd.	Pennant Resources Limited - Common shares	3.15	5,000 "
Oct. 28, 1980	Sep. 6, 1979	The RHB Syndicate	Sunmist Energy Resources Limited - (Formerly Hewbet Mines Limited) - Common shares	Distribution to Syndicate Members	625,000 "
Nov. 12, 1980- Nov. 21, 1980	Sep. 12, 1979	Rojo Holdings Ltd.	Warren Explorations Ltd. Common shares	4.20 to 5.375	50,000 "

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Conwest Exploration Company Limited	Chance Mining and Exploration Company Limited - Common shares	225,500 shares
839 Yonge Main Store Limited	Canadian Tire Corporation Limited - Class "A" shares	123,715 "

NOTICE OF INTENTION TO MAKE AN ISSUER BID - FORM 35

<u>Name of Issuer</u>	<u>Securities</u>
Guardian Capital Group Limited	5% of its 1,142,090 issued Common shares

SUPPLEMENT "X" TO WEEKLY SUMMARY, WEEK ENDING
5TH DECEMBER, 1980.

THE COMMODITY FUTURES ACT, 1978

REVISIONS TO THE COMMODITY CONCENTRATION FACTORS

Supplement "X-1" to Weekly Summary for the week ending 25th January, 1980, dealt with an application by The Toronto Stock Exchange (the "TSE") and the Investment Dealers Association of Canada (the "IDA") for an exemption from the need to comply with the requirements of subsections 1 and 4 of section 46 of The Commodity Futures Act, 1978 (the "C.F. Act").

In granting this application, the Commission, after much deliberation, felt that in the case of members of these self-regulatory bodies, the benefits of segregation of customers' funds under the C.F. Act could better be met by certain policy initiatives, one of which went to a revision of the net free capital rules and specifically to the "commodity concentration factor" that forms part of those rules.

Currently, the net free capital of a futures commission merchant ("fcm") is reduced by the amount of the commodity concentration factor as calculated pursuant to subclause iv of section 14(1)(b) and subsection 5 of section 14 of the regulations under the C.F. Act, only on the fifth consecutive trading day after such an amount so determined has been outstanding for five consecutive trading days. Furthermore, the commodity concentration factor is applied on a commodity-by-commodity basis. It does not, therefore, become operative, for example, in a case where an fcm's contracts are heavily concentrated in foreign currency futures but are not concentrated beyond the limits of the prescribed concentration calculation in any one foreign currency. The Commission is of the view that the commodity concentration factor would be significantly improved as a protective provision if:

- (1) it becomes operative on the second rather than the fifth consecutive trading day following the calculation; and

- (2) the calculation was revised so that it would detect concentration in a particular class of futures contract, for example, feed grains, cereal grains, meats, precious metals, interest rate futures, hard currencies, soft commodities.

Request for Comments

Comments regarding these proposed revisions to the commodity concentration factors are invited and may be submitted to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7. Submissions should be received by the Secretary no later than 16th January, 1981.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

SUPPLEMENT "X-1" TO WEEKLY SUMMARY, WEEK ENDING
5TH DECEMBER, 1980.

DRAFT POLICY

RESTRICTIONS ON TRADING BY ONTARIO REGISTRANTS IN
UNQUALIFIED SECURITIES: DISTRIBUTIONS OUT OF AND
INTO ONTARIO

Background

Recently (OSC Weekly Summary, Week Ending 10th October, 1980) the Commission published Draft Policy 3-47 dealing with distributions out of and into Ontario. The Commission reiterates the concerns expressed in that Draft Policy. It appears that, despite written assurances to the contrary, sales to residents of Ontario of securities recently sold outside Ontario may be an unlawful distribution of such securities in Ontario.

Short of requiring that only securities of Ontario "reporting issuers" be permitted to trade in the secondary market in Ontario, which would substantially inhibit the heretofore unregulated and unserved secondary trading in issues which are unlisted in Ontario and have not been the subject of a prospectus in Ontario, the Commission is exploring methods which would deter such unlawful distributions.

Distributions in Other Canadian Jurisdictions

The Commission proposes seeking the co-operation of other Canadian securities administrators by requesting them to advise the Commission when they issue a receipt for a prospectus or statement of material facts giving of the following information:

1. the name of the issuer;
2. the numbers and classes of securities qualified for sale through that prospectus or statement of material facts; and
3. the name of the underwriter, agent, promoter and controlling shareholder.

It will also request, where that information is readily available, that such other securities authority advise the Commission when distribution through that prospectus or statement of material fact is said to have ceased.

In cases where Ontario reporting issuers sell securities outside Ontario they will be requested to advise immediately the Commission of such sale and to file with the Commission a copy of the offering documents (prospectuses, statements of material fact, etc.) and of all "sales or promotional" literature used to effect such sale.

PROPOSED POLICY

PART A - SALES INTO ONTARIO

Upon being advised of a distribution of securities

- (a) where the issuer's securities of the same class are not currently qualified for sale in Ontario and the issuer is not a reporting issuer, or
- (b) where the issuer is a reporting issuer but has not filed a copy of the prospectus or statement of material fact with the Commission in compliance with the Act,

the Commission proposes issuing a cease trading order under section 123 of the Act prohibiting all registrants in Ontario from trading in Ontario in any securities of that class of the issuer in Ontario for a period ("Rest Period") of 180 days from the date that distribution has ceased in the qualifying jurisdiction. The onus of satisfying the Commission that Rest Period has been completed will rest with the Ontario registrant wishing to execute a trade. In attempting to satisfy such onus, the Commission will not regard the Rest Period as starting to run until, at the earliest, the day the securities administrator, the stock exchange or other acceptable party in the jurisdiction of distribution has issued an acknowledgment that distribution has been completed in such jurisdiction.

The distribution must be a distribution, not a warehousing or back door underwriting where the purchaser is not fully at risk and has some assurance of resale.

While initially this policy will be confined to securities qualified for sale in other Canadian jurisdictions, the Commission will issue similar orders directed to securities of an issuer, wherever qualified for sale, where the Commission has grounds to believe that a distribution of securities of a particular class of such an issuer are being distributed in Ontario without compliance with the Act.

PART B - SALES OUT OF ONTARIO

Where securities of an issuer are distributed outside Ontario without compliance with the Act the Commission similarly proposes to issue a cease trading order under section 123 of the Act with the effect mentioned in Part A of this Policy. In addition, where securities of similar class are listed and posted for trading on any stock exchange in Ontario the Commission will

request such stock exchange to refuse to post the additionally distributed securities for trading until after the expiration of the Rest Period. Ontario issuers and their registrars and transfer agents will be responsible for maintaining surveillance to ensure that trading in the newly issued securities does not take place in Ontario during the Rest Period. If such responsibility is not effectively assumed the Commission will have to consider the imposition of mandatory "lettered stock" requirements.

PART C - EXEMPTIONS FROM POLICY

The Commission will entertain applications for exemptions from the policy or a variation of the cease trading order where to do so would not be contrary to the public interest.

Requests for Comments

This proposal is new and drastic. The Commission does not propose implementing the policy without affording the fullest opportunity for submissions and discussion of its implications. The Commission also requests submissions as to alternatives aimed at dealing with the perceived problem.

Submissions should be received by the Secretary to the Commission not later than February 28, 1981.

SUPPLEMENT "X-2" TO WEEKLY SUMMARY, WEEK ENDING
5TH DECEMBER, 1980.

N O T I C E

DRAFT PROPOSED AMFNDMENTS TO
THE SECURITIES ACT

On the following pages are draft amendments to The Securities Act that, subject to comments received in response to this notice, the Commission proposes to recommend to the Minister of Consumer and Commercial Relations be put forward as legislation in the New Year. For convenience, new wording is indicated by underlining and side bars, deletions by inverted V's.

The Commission requests comments on these proposals by 16 January 1981. Comments should be sent to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

1.—(1) In this Act,

2. "associate", where used to indicate a relationship with any person or company means,

i. any company of which such person or company beneficially owns, directly or indirectly, voting securities carrying more than 10 per cent of the voting rights attached to all voting securities of the company for the time being outstanding,

ii. any partner of that person or company,

iii. any trust or estate in which such person or company has a substantial beneficial interest or as to which such person or company serves as trustee or in a similar capacity,

iv. any relative of such person, including his spouse, or of his spouse who has the same home as such person.

1. any ~~issuer~~ of which such person or company beneficially owns, directly or indirectly, voting securities carrying more than 10 per cent of the voting rights attached to all voting securities of the issuer for the time being outstanding.

The amendment clarifies the application of "associate" to non-incorporated issuers.

16. "individual" means a natural person, but does not include a partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, or a natural person in his capacity as trustee, executor, administrator or other legal personal representative;

16. "individual" means a natural person, but does not include a partnership, unincorporated association, unincorporated syndicate, unincorporated organization, trust, or a natural person in his capacity as trustee, executor, administrator or other legal representative; **A**

The amendment provides consistency with section 1(1)28.

PRESENT SECTION

32. "private mutual fund" means a mutual fund that is,

i. operated as an investment club, where,

(a) its shares or units are held by not more than fifty persons and its indebtedness has never been offered to the public;

(b) it does not pay or give any remuneration for investment advice or in respect of trades in securities, except normal brokerage fees; and

(c) all of its members are required to make contributions in proportion to the shares or units each holds for the purpose of financing its operations, or

ii. administered by a trust company registered under *The Loan and Trust Corporations Act* and consists of,

(a) a pooled fund maintained solely to serve registered retirement savings plans, registered home ownership savings plans, or other savings plans registered under the *Income Tax Act* (Canada);

(b) a common trust fund as defined by subsection 1 of section 85 of *The Loan and Trust Corporations Act*; or

(c) a pooled fund maintained by a trust company in which moneys belonging to various estates and trusts in its care are commingled, with the authority of the settlor, testator or trustee thereof, for the purpose of facilitating investment where no general solicitations are made with a view to the sale of participations in the pooled fund;

AMENDED SECTION

1(1)32 "private mutual fund" means a mutual fund that is,

i. operated as an investment club, where,

(a) its shares or units are held by not more than fifty persons and its indebtedness has never been offered to the public;

(b) it does not pay or give any remuneration for investment advice or in respect of trades in securities, except normal brokerage fees; and

(c) all of its members are required to make contributions in proportion to the shares or units each holds for the purpose of financing its operations, or

ii. administered by a trust company registered under ~~*The Loan and Trust Corporations Act*~~ and has no promoter or manager other than one or more such trust companies and consists of,

(a) a pooled fund maintained solely to serve retirement savings plans, home ownership savings plans, registered income funds, deferred profit sharing plans, pension plans, or other such plans registered under the *Income Tax Act* (Canada);

(b) a common trust fund as defined by subsection 1 of section 85 of ~~*The Loan and Trust Corporations Act*~~; or

(c) a pooled fund maintained by a trust company in which moneys belonging to various estates and trusts in its care are commingled, with the authority of the settlor, testator or trustee thereof, for the purpose of facilitating investment where no general solicitations are made with a view to the sale of participations in the pooled fund;

EXPLANATORY NOTES

"private mutual funds" are exempt from the registration and prospectus filing requirements of the Act. The amendment would incorporate into the Act itself the substance of two provisions in the current Regulation, clause d of section 14 and subsection 2 of section 18, that expand on the types of plans registered under the *Income Tax Act* (Canada) that can be served by a private mutual fund while at the same time imposing restrictions as to the promotion and management of such funds.

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

38. "reporting issuer" means an issuer.

iv. to which *The Business Corporations Act* applies and which, for the purposes of that Act, is offering its securities to the public, or

v. that is the company whose existence continues following the exchange of securities of a company by or for the account of such company with another company or the holders of the securities of that other company in connection with,

(a) a statutory amalgamation or arrangement, or

(b) a statutory procedure under which one company takes title to the assets of the other company that in turn loses its existence by operation of law, or under which the existing companies merge into a new company,

where one of the amalgamating or merged companies or the continuing company has been a reporting issuer for at least twelve months;

iv. to which The Business Corporations Act applies and which, for the purposes of that Act, is offering its securities to the public. ^A

v. that is the company whose existence continues following the exchange of securities of a company by or for the account of such company with another company or the holders of the securities of that other company in connection with,

(a) a statutory amalgamation or arrangement; or

(b) a statutory procedure under which one company takes title to the assets of the other company that in turn loses its existence by operation of law, or under which the existing companies merge into a new company,

where one of the amalgamating or merged companies or the continuing company has been a reporting issuer for at least twelve months; or

v1. to which at any time since the coming into force of this Act subparagraph iv applied but which has since 8 December 1980 been continued under the corporation law of another jurisdiction so long as any of its securities in respect of which a prospectus, statement of material facts or securities exchange take-over bid circular has been filed under this Act, or any predecessor hereof, or in respect of which a prospectus had been filed under The Corporations Information Act, 1971, or any predecessor thereof, are outstanding or any securities into which such securities are converted are outstanding;

The amendment confirms that a company which is a reporting issuer by virtue only of being an offering corporation under The Business Corporations Act remains a reporting issuer when continued in another jurisdiction.

PRESENT SECTION

5.—(1) The Commission may appoint one or more experts to assist the Commission in such manner as it may consider expedient.

(2) The Commission may submit any agreement, prospectus, financial statement, report or other document to one or more experts appointed under subsection 1 for examination, and the Commission has the like power to summon and enforce the attendance of witnesses before the expert and to compel them to produce documents, records and things as is vested in the Commission, and subsections 3 and 4 of section 11 apply *mutatis mutandis*.

(3) An expert appointed under subsection 1 shall be paid such amounts for services and expenses as the Lieutenant Governor in Council may determine. 1978, c. 47, s. 5.

AMENDED SECTION

(2) The Commission may submit any agreement, prospectus, financial statement, report or other document to one or more experts appointed under subsection 1 for examination, and the Commission has the like power to summon and enforce the attendance of witnesses before the expert and to compel them to produce documents, records and things as is vested in an investigator appointed under section 11 and subsections 3 and 4 of section 11 apply *mutatis mutandis*.

EXPLANATORY NOTES

The amendment clarifies the powers of the Commission in situations where experts have been appointed.

PRESENT SECTION

11.—(1) Where upon a statement made under oath it appears probable to the Commission that any person or company has,

(a) contravened any of the provisions of this Act or the regulations; or

(b) committed an offence under the *Criminal Code* (Canada) in connection with a trade in securities,

the Commission may, by order, appoint any person to make such investigation as it deems expedient for the due administration of this Act, and in the order shall determine and prescribe the scope of the investigation.

(2) The Commission may, by order, appoint any person to make such investigation as it deems expedient for the due administration of this Act or into any matter relating to trading in securities, and in such order shall determine and prescribe the scope of the investigation.

(8) Where an investigation is ordered under this section, the Commission may appoint an accountant or other expert to examine documents, records, properties and matters of the person or company whose affairs are being investigated.

(9) Every person appointed under subsection 1, 2 or 8 shall provide the Commission with a full and complete report of the investigation including any transcript of evidence and material in his possession relating to the investigation. 1978, c. 47, s. 11.

AMENDED SECTION

11--(1) Where upon a statement made under oath it appears probable to the Commission that any person or company has,

(a) contravened any of the provisions of this Act or the regulations; or

(b) committed an offence under the *Criminal Code* (Canada) in connection with a transaction relating to securities,

the Commission may, by order, appoint any person to make such investigation as it deems expedient for the due administration of this Act, and in the order shall determine and prescribe the scope of the investigation.

(10) The Commission may charge such fees as may be prescribed by the regulations for any investigation made under this section.

EXPLANATORY NOTES

The amendment provides consistency with the wording of clause b of section 12.

The amendment will empower the Commission to charge fees for the conduct of investigations in a like fashion to its present authority to charge fees for conduct of audits.

PRESENT SECTION

13. Notwithstanding section 11, the Minister may, by order, appoint any person to make such investigation as the Minister considers expedient for the due administration of this Act or into any matter relating to trading in securities, in which case the person so appointed, for the purposes of the investigation, has the same authority, powers, rights, and privileges as a person appointed under section 11. 1978, c. 47, s. 13.

AMENDED SECTION

13--(1) Notwithstanding section 11, the Minister may, by order, appoint any person to make such investigation as the Minister considers expedient for the due administration of this Act or into any matter relating to trading in securities, in which case the person so appointed, for the purposes of the investigation, has the same authority, powers, rights, and privileges as a person appointed under section 11.

(2) A person giving evidence at an investigation under this section may be represented by counsel.

EXPLANATORY NOTES

The amendment clarifies the right given to a person giving evidence at an investigation under subsection 13(1).

PRESENT SECTION

16.--(1) The Commission may,

- (a) where it is about to order an investigation in respect of a person or company under section 11 or during or after an investigation in respect of a person or company under section 11 or 13;
- (b) where it is about to make or has made an order under section 123 that trading in securities of an issuer shall cease;
- (c) where it is about to make or has made a decision suspending or cancelling the registration of any person or company or affecting the right of any person or company to trade in securities; or
- (d) where criminal proceedings or proceedings in respect of a contravention of this Act or the regulations are about to be or have been instituted against any person or company, that in the opinion of the Commission are connected with or arise out of any security or any trade therein, or out of any business conducted by the person or company,

in writing or by telegram direct any person or company having on deposit or under control or for safekeeping any funds or securities of the person or company referred to in clause a, b, c or d to hold such funds or securities or direct the person or company referred to in clause a, b, c or d to refrain from withdrawing any such funds or securities from any other person or company having any of them on deposit, under control or for safekeeping or to hold all funds or securities of clients or others in his possession or control in trust for any interim receiver, custodian, trustee, receiver or liquidator appointed under the *Bankruptcy Act* (Canada), *The Judicature Act*, *The Corporations Act*, *The Business Corporations Act*, the *Winding-up Act* (Canada) or section 17 of this Act, or until the Commission in writing revokes the direction or consents to release any particular fund or security from the direction, provided that no such direction applies to funds or securities in a stock exchange clearing house or to securities in process of transfer by a transfer agent unless the direction expressly so states, and in the case of a bank, loan or trust company, the direction applies only to the offices, branches or agencies thereof named in the

AMENDED SECTION

16.--(1) The Commission may,

- (a) where it is about to order an investigation in respect of a person or company under section 11 or during or after an investigation in respect of a person or company under section 11 or 13;
- (b) where it is about to make or has made an order under section 123 that trading in securities by any person or company of an issuer shall cease;
- (c) where it is about to make or has made a decision suspending or cancelling the registration of any person or company or affecting the right of any person or company to trade in securities; or
- (d) where criminal proceedings or proceedings in respect of a contravention of this Act or the regulations are about to be or have been instituted against any person or company, that in the opinion of the Commission are connected with or arise out of any security or any trade therein, or out of any business conducted by the person or company,

in writing or by telegram direct any person or company having on deposit or under control or for safekeeping any funds, securities or commodities of the person or company referred to in clause a, b, c, or d to hold such funds, securities or commodities or direct the person or company referred to in clause a, b, c, or d to refrain from withdrawing any such funds, securities or commodities from any other person or company having any of them on deposit, under control or for safekeeping or to hold all funds, securities or commodities of clients or others in his possession or control in trust for any interim receiver, custodian, trustee, receiver or liquidator appointed under the *Bankruptcy Act* (Canada), *The Judicature Act*, *The Corporations Act*, *The Business Corporations Act*, the *Winding-up Act* (Canada) or section 17 of this Act, or until the Commission in writing revokes the direction or consents to release any particular fund, security or commodity from the direction, provided that no such direction applies to funds or securities in a stock exchange clearing house or to securities in process of transfer by a transfer agent unless the direction expressly so states, and in the case of a bank, loan or trust company, the direction applies only to the offices, branches or agencies thereof named in the direction.

EXPLANATORY NOTES

The amendment clarifies the reference to "the person or company referred to in clause (b)" which appears later in the subsection and adds "commodities" to the property that may be subject to a "freeze order".

PRESENT SECTION

(2) Any person or company named in a direction issued under subsection 1 may, if in doubt as to the application of the direction to particular funds or securities, apply to the Commission for an order of clarification.

(3) Upon the application of a person or company directly affected by a direction issued under subsection 1, the Commission may make an order on such terms and conditions it may impose revoking the direction or consenting to the release of any fund or security.

(4) In any of the circumstances mentioned in clause a, b, c, or d of subsection 1, the Commission may in writing or by telegram notify any land registrar or mining recorder that proceedings are being or are about to be taken that may affect land or mining claims belonging to the person or company referred to in the notice, which notice shall be registered or recorded against the lands or claims mentioned therein and has the same effect as the registration or recording of a certificate of *his pendens* or a caution, and the Commission may in writing revoke or modify the notice. 1978, c. 47, s. 16.

AMENDED SECTION

(2) Any person or company named in a direction issued under subsection 1 may, if in doubt as to the application of the direction to particular funds, securities or commodities, apply to the Commission for an order of clarification.

(3) Upon the application of a person or company directly affected by a direction issued under subsection 1, the Commission may make an order on such terms and conditions it may impose revoking the direction or consenting to the release of any fund, security or commodity.

(4) In any of the circumstances mentioned in clause a, b, c or d of subsection 1, the Commission may in writing or by telegram notify any land registrar or mining recorder that proceedings are being or are about to be taken that may affect land or mining claims belonging to the person or company referred to in the notice, which notice shall be registered or recorded against the lands or claims mentioned therein and has the same effect as the registration or recording of a certificate of his pendens or a caution, and the Commission may in writing revoke or modify the notice.

EXPLANATORY NOTES

PRESENT SECTION

34.—(1) Subject to the regulations, registration is not required in respect of the following trades:

1. A trade by an executor, administrator, guardian or committee or by an authorized trustee or assignee, an interim or official receiver or a custodian under the *Bankruptcy Act* (Canada) or by a receiver under *The Judicature Act* or by a liquidator under *The Corporations Act*, *The Business Corporations Act*, or *the Winding-up Act* (Canada), or at a judicial sale.

5. A trade where the purchaser purchases as principal, if the trade is in a security which has an aggregate acquisition cost to such purchaser of not less than \$97,000.

10. A trade in a security by a person or company acting solely through an agent who is a registered dealer

11. The execution of an unsolicited order to purchase or sell through a registered dealer by a bank to which the *Bank Act* (Canada) applies or a trust company registered under *The Loan and Trust Corporations Act* as agent for a person or company and the trade by such person or company in placing the unsolicited order with the bank or trust company.

AMENDED SECTION

1. A trade by an executor, administrator, guardian or committee or by an authorized trustee or assignee, an interim or official receiver or a custodian under the *Bankruptcy Act* (Canada) or by a receiver under *The Judicature Act*, or by a liquidator under *The Corporations Act*, *The Business Corporations Act*, the *Canada Business Corporations Act* (Canada) or the *Winding-up Act* (Canada), or by a sheriff under *The Execution Act* or at a judicial sale.

5. A trade where the purchaser purchases as principal, if the trade is in a security which has an aggregate acquisition cost to such purchaser of not less than \$250,000.

10. A trade in a security by a person or company acting solely through an agent who is a registered dealer or by a person or company with a registered dealer who is acting as a principal.

- 11a. A trade in a bond or debenture by way of an unsolicited order given to a bank to which the *Bank Act* (Canada) applies or to a trust company registered under *The Loan and Trust Corporations Act* provided that the bank or trust company is acting as principal and the bond or debenture is acquired by the bank or trust company for purposes of the trade from, or sold by the bank or trust company following the trade to, a registered dealer.

EXPLANATORY NOTES

The amendment is housekeeping in nature.

The amendment raises the qualifying level for private placements to \$250,000 in recognition of the change, since the exemption was originally introduced, in the value of the dollar.

The amendment incorporates into the Act itself the substance of clause d of section 139 of the Regulation which exempts a member of the public from registration where he trades with a registered dealer who is acting principal.

The amendment incorporates into the Act the substance of clause e of section 139 of the Regulation which extends a registration exemption to unsolicited trades in bonds or debentures by a bank or trust company where the bank or trust company is acting as principal and for purposes of the trade, the security has been acquired from, or sold to, a registered dealer.

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

12. A trade by an issuer.

i. in a security of its own issue that is distributed by it to holders of its securities as a stock dividend or other distribution out of earnings or surplus,

ii. in a security whether of its own issue or not that is distributed by it to holders of its securities as incidental to a *bona fide* reorganization or winding up of the issuer or distribution of its assets for the purpose of winding up its affairs pursuant to the laws of the jurisdiction in which the issuer was incorporated, organized or continued,

iii. in securities of its own issue transferred or issued through the exercise of a right to purchase, convert or exchange previously granted by the issuer,

provided that no commission or other remuneration is paid or given to others in respect of such distribution except for ministerial or professional services or for services performed by a registered dealer.

11.

11. In a security whether of its own issue or not that is distributed by it to holders of its securities as incidental to a *bona fide* reorganization, dissolution or winding up of the issuer or distribution of its assets for the purpose of winding up its affairs pursuant to the laws of the jurisdiction in which the issuer was incorporated, organized or continued,

The amendment adds the concept of dissolution provided for in The Business Corporations Act.

PRESENT SECTION

15. A trade in a security of a company that is exchanged by or for the account of the company with another company or the holders of the securities of that other company in connection with,

AMENDED SECTION

15. A trade in a security of a company that is exchanged by or for the account of the company with another company or the holders of the securities of that other company in connection with,

1. a statutory amalgamation or arrangement, or
 11. a statutory procedure under which one company takes title to the assets of the other company which in turn loses its existence by operation of law, or under which the existing companies merge into a new company,

if the issuer has given the Commission written notice stating the date, amount, nature and conditions of the proposed trade, and either,

111. the Commission has not informed the issuer in writing within ten days of the giving of the notice that it objects to the proposed trade, or

IV. the issuer has delivered to the Commission information relating to the securities that is satisfactory to and accepted by the Commission.

EXPLANATORY NOTES

The amendment imposes as a condition to the registration exemption for trades in the course of statutory amalgamations, arrangements and mergers that notice be provided to the Commission in a fashion similar to that now required to be given in connection with rights offerings.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

21 A trade made by an issuer with a view to the sale of securities of its own issue if solicitations are made to not more than fifty prospective purchasers resulting in sales to not more than twenty-five purchasers and,

- i. each purchaser purchases as principal, and all of the purchases are completed within a period of six months of the first purchase, except that subsequent sales to the same purchasers may be carried out if made in compliance with written agreements entered into during that six month period.

- ii. each purchaser has access to substantially the same information concerning the issuer that a prospectus filed under this Act would provide and is,

- (a) an investor who, by virtue of his net worth and investment experience or by virtue of consultation with or advice from a person or company who is not a promoter of the issuer whose securities are being offered and who is a registered adviser or a registered dealer, is able to evaluate the prospective investment on the basis of information respecting the investment presented to him by the issuer; or

- (b) a senior officer or director of the issuer or his spouse, parent, brother, sister or child.

- iii. the offer and sale of the securities are not accompanied by an advertisement and no selling or promotional expenses have been paid or incurred in connection therewith, except for professional services or for services performed by a registered dealer, and

21. A trade made by an issuer with a view to the sale of securities of its own issue if solicitations, in all jurisdictions including Ontario, are made to not more than fifty prospective purchasers resulting in sales to not more than twenty-five purchasers and,

- i. each purchaser purchases as principal, and all of the purchases are completed within a period of six months of the first purchase, except that subsequent sales to the same purchasers may be carried out if made in compliance with written agreements entered into during that six month period.

- ii. each purchaser has access to substantially the same information concerning the issuer that a prospectus filed under this Act would provide and is,

- (a) an investor who, by virtue of his net worth and investment experience or by virtue of consultation with or advice from a person or company who is not a promoter of the issuer whose securities are being offered and who is a registered adviser or a registered dealer, is able to evaluate the prospective investment on the basis of information respecting the investment presented to him by the issuer; or

- (b) a senior officer or director of the issuer or his spouse, parent, brother, sister or child.

- iii. the offer and sale of the securities are not accompanied by an advertisement and no selling or promotional expenses have been paid or incurred in connection therewith, except for professional services or for services performed by a registered dealer, and

The amendment incorporates into the Act the substance of section 19 of the Regulation. The latter provision made clear that solicitations in all jurisdictions are to be aggregated in determining compliance with the ceiling on the "limited offering" exemption in paragraph 21 of fifty solicitees.

PRESENT SECTION

iv. no promoter of the issuer, other than a registered dealer, has acted as a promoter of any other issuer which has traded in securities of its own issue pursuant to the exemption in this paragraph within the previous twelve months,

but an issuer which has relied upon this exemption may not again thereafter rely upon this exemption

23. A trade in respect of which the regulations provide that registration is not required. 1978, c. 47, s. 34 (1); 1979, c. 86, s. 3.

AMENDED SECTION

iv. no promoter of the issuer, other than a registered dealer, has acted as a promoter of any other issuer which has traded in securities of its own issue pursuant to the exemption in this paragraph within the previous twelve months.

but an issuer which has relied upon this exemption may not again thereafter rely upon this exemption.

23. A trade in the security of an issuer where each of the parties to the trade is a person or company who is, as regards such issuer, a person or company referred to in subparagraph ii of paragraph ii of subsection 1 of section 1.

24. A trade by an issuer in the securities of its own issue with a promoter of the issuer or by a promoter of the issuer in securities of the issuer with another promoter of the issuer.

25. A trade in securities of an issuer previously disposed of by the issuer pursuant to the exemption in paragraph 21 where each of the parties to the trade is one of the not more than twenty-five purchasers referred to in paragraph 21.

26. A trade by an issuer of equity securities pursuant to a plan made available by that issuer to all holders of a class of publicly traded securities of the issuer the last address of whom as shown on the books of the issuer is in Ontario, which plan permits the holder to direct by express election annually that dividends or interest paid in respect of securities of the issuer's own issue be applied to the purchase from the issuer of publicly traded equity securities of the issuer's own issue or any other securities of the issuer which are redeemable at the option of the holder.

27. A trade made by an offeree described in clause f of subsection 1 of section 28 in securities which are being disposed of to a person or company making a cash or share exchange take-over bid or issuer bid.

EXPLANATORY NOTES

1. The amendments incorporate into the Act the substance of clauses a, b, c and f of section 139 of the Regulation which provisions exempt from registration under the Act trades:
 1. among controlling security holders of an issuer in the securities of that issuer;
 2. by an issuer in its securities to its promoters and trades in the securities of the issuer among its promoters;
 3. among the twenty-five initial purchasers under the limited offering exemption in paragraph 21 of section 34(1) in the securities of the issuer taken down on the limited offering;
 4. by an issuer pursuant to a plan made available to its security holders permitting the security holder to elect that dividends or interest in respect of the issuer's securities be used to purchase securities of the issuer which are either publicly traded or redeemable at the holder's option;
 5. by offerees responding to a take-over bid or issuer bid;
 6. among dealers each of whom is registered in this or another jurisdiction in exchange-traded stock options traded on exchanges recognized by the Commission;

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

28. A trade made through the facilities of a stock exchange recognized by the Commission for the purposes of this paragraph, where,
1. the trade is effected in whole or part by means of telephone or other telecommunications equipment linking the facilities of that stock exchange with the facilities of another stock exchange recognized by the Commission for the purposes of this paragraph,
11. the trade is made in a security of a class or type designated by the Commission as exempt for the purposes of this paragraph, and
111. each of the parties to the trade is registered as a dealer, or in a similar capacity, under the securities legislation of a province or territory of Canada.
29. A trade by a trust company registered under The Loan and Trust Corporations Act where the trade is made through its offices in the securities of a mutual fund promoted, managed and administered by such trust company provided no sales or other acquisition charges are levied.
30. A trade in respect of which the regulations provide that registration is not required.
7. by a trust company through its offices in securities of a mutual fund promoted, managed and administered by the trust company.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

34 (2) Subject to the regulations, registration is not required to trade in the following securities:

1. Bonds, debentures or other evidences of indebtedness,

(a) of or guaranteed by the Government of Canada or any province of Canada or by the Government of the United Kingdom or any foreign country or any political division thereof;

(b) of any municipal corporation in Canada, including debentures issued for public, separate, secondary or vocational school purposes, or guaranteed by any municipal corporation in Canada, or secured by or payable out of rates or taxes levied under the law of any province of Canada on property in such province and collectable by or through the municipality in which such property is situated;

(c) of or guaranteed by a bank to which the *Bank Act* (Canada) applies, a trust company or loan corporation registered under *The Loan and Trust Corporations Act* or an insurance company licensed under *The Insurance Act*;

(d) of or guaranteed by the International Bank for Reconstruction and Development established by the Agreement for an International Bank for Reconstruction and Development approved by the *Bretton Woods Agreements Act* (Canada), if the bonds, debentures, or evidences of indebtedness are payable in the currency of Canada or the United States of America; or

(e) of or guaranteed by the Asian Development Bank or the Inter-American Development Bank, if the bonds, debentures or evidences of indebtedness are payable in the currency of Canada or the United States of America and if, with respect to such securities, such documents, certificates, reports, releases, statements, agreements or other information as may be required by the Commission are filed

(c) of or guaranteed by a bank to which the *Bank Act* (Canada) applies, a trust company or loan corporation registered under *The Loan and Trust Corporations Act* or an insurance company licensed under *The Insurance Act* if the bond, debenture or other evidence of indebtedness has not, in the right of payment over deposits held by the issuer or guarantor of such bonds, debentures or other evidences of indebtedness,

The amendment incorporates into the Act the substance of subsection 1 of section 18 of the Regulation which provision made the exemption from registration for trades in debt instruments issued by a financial institution having priority in right of payment over deposits held by the financial institution.

PRESENT SECTION

15. Securities in respect of which the regulations provide that registration is not required.

AMENDED SECTION

15. Variable insurance contracts issued by a company 11c-
ensed under The Insurance Act if the variable insurance
contract is,

- i. a contract of group insurance,

- ii. a whole life insurance contract providing for the pay-
ment at maturity of an amount not less than three-
quarters of the premium paid up to age 75 for a benefit
payable at maturity,

- iii. an arrangement for the investment of policy dividends
and policy proceeds in a separate and distinct fund
to which contributions are made only from policy divi-
dends and policy proceeds, or,

- iv. a variable life annuity.

EXPLANATORY NOTES

The amendment incorporates into
the Act the exemption at clause a of
section 14 of the Regulation for
trades in the four described types
of variable insurance contracts.

16. Securities in respect of which the regulations provide
that registration is not required.

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

34--(4) For the purpose of subsection 2, "contract", "group insurance", "life insurance", and "policy" have the meaning ascribed to them under sections 1 and 145 of the Insurance Act.

The amendment is complementary to the proposed new paragraph 15 of subsection 2 of section 34.

349. Registration is not required to act as an underwriter in respect of,

- (a) a trade referred to in subsection 1 of section 34; or
- (b) a trade in a security referred to in subsection 2 of section 24.

Section 24 of the Act contemplates the registration of underwriters. The amendment adopts the substance of section 140 of the Regulation which makes it unnecessary to apply for registration as an underwriter in connection with trades and securities that would otherwise be exempt from registration.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

~~34.~~-(1) Where a registered dealer, with the intention of effecting a trade in a security with any person or company other than another registered dealer, issues, publishes or sends a circular, pamphlet, letter, telegram or advertisement, and proposes to act in the trade as a principal, the registered dealer shall so state in the circular, pamphlet, letter, telegram or advertisement or otherwise in writing before entering into a contract for the sale or purchase of any such security and before accepting payment or receiving any security or other consideration under or in anticipation of any such contract.

(2) A statement made in compliance with this section or clause c of subsection 1 of section 35 that a dealer proposes to act or has acted as principal in connection with a trade in a security does not prevent such dealer from acting as agent in connection with a trade of such security.

(2) A statement made in compliance with this section or clause c of subsection 1 of section 35 that a registered dealer proposes to act or has acted in principal in connection with a trade in a security does not prevent such ~~registered dealer~~ from acting as agent in connection with a trade of such security.

The amendment clarifies the class of dealer to whom the provision applies.

(3) This section does not apply to trades referred to in subsection 1 of section 34 or to securities referred to in subsection 2 of section 34. 1978, c. 47, s. 38.

PRESENT SECTION

41. Every registered dealer shall publish the name of every person or company having an interest, either directly or indirectly, to the extent of not less than 5 per cent in the capital of the dealer, on all letterheads, circulars and stationery that contain any offer or solicitation respecting a trade in securities or in a preliminary prospectus or prospectus upon or in which the name of the registered dealer appears as underwriter but where the Commission determines that a registered dealer or a class of registered dealers is subject to conditions of registration or to regulations imposed by a self-regulatory organization that require provision to customers in the same or some other manner of other appropriate information, the Commission may, subject to such terms and conditions as the Commission may impose, exempt the registered dealer or class of registered dealers from the requirements of this section. 1978, c. 47, s. 41.

AMENDED SECTION

41. Every registered dealer shall provide to each of its customers on request a statement of the dealer's financial condition as of the end of its financial year made up and certified as required by the regulations together with a list of the names of the partners or the directors and senior officers of the dealer made up and certified as at a recent date and shall inform its customers on every statement of account or in such other manner as the Commission may approve that this information is available but where the Commission determines that a registered dealer or a class of registered dealers is subject to conditions of registration or to regulations imposed by a self-regulatory organization that require provision to customers in the same or some other manner of other appropriate information, the Commission may, subject to such terms and conditions as the Commission may impose, exempt the registered dealer or class of registered dealers from the requirements of this section.

EXPLANATORY NOTES

The present section 41 requires that a registered dealer publish the names of those persons who have at least a 5 per cent interest in their capital on documents containing any offer or solicitation respecting a trade in securities and in preliminary prospectuses and prospectuses. The amendment substitutes therefor the requirement that the dealer provide its customers on request with an annual financial statement of the dealer together with a recent list of the names of the partners or directors and senior officers of the dealer.

PRESENT SECTION

48.—(1) Subject to subsection 4, voting securities of an issuer registered in the name of,

- (a) a registrant or in the name of his nominee; or
- (b) a custodian or in the name of his nominee, where such issuer is a mutual fund that is a reporting issuer,

that are not beneficially owned by the registrant or the custodian, as the case may be, shall not be voted by the registrant or custodian at any meeting of security holders of the issuer.

(2) Forthwith after receipt of a copy of a notice of a meeting of security holders of an issuer, the registrant or custodian shall, where the name and address of the beneficial owner of securities registered in the name of the registrant or custodian are known, send or deliver to each beneficial owner of such security so registered at the record date for notice of meeting a copy of any notice, financial statement, information circular or other material but the registrant or custodian is not required to send or deliver such material unless the issuer or the beneficial owner of such securities has agreed to pay the reasonable costs to be incurred by the registrant or custodian in so doing.

(3) At the request of a registrant or custodian, the person or company sending material referred to in subsection 2 shall forthwith furnish to the registrant or custodian, at the expense of the sender, the requisite number of copies of the material.

(4) A registrant or custodian shall vote or give a proxy requiring a nominee to vote any voting securities referred to in subsection 1 in accordance with any written voting instructions received from the beneficial owner.

(5) A registrant or custodian shall, if requested in writing by a beneficial owner, give to the beneficial owner or his nominee a proxy enabling the beneficial owner or his nominee to vote any voting securities referred to in subsection 1.

(6) For the purpose of this section, "custodian" means a custodian of securities issued by a mutual fund held for the

AMENDED SECTION

(2) Forthwith after receipt of a copy of a notice of a meeting of security holders of an issuer or of a take-over bid circular or issuer bid circular relating to securities of an issuer, the registrant or custodian shall, where the name and address of the beneficial owner of securities registered in the name of the registrant or custodian are known, send or deliver to each beneficial owner of such security so registered at the record date for notice of meeting or at the date of the take-over bid or issuer bid a copy of any notice, financial statement, information circular, take-over bid circular, issuer bid circular, directors circular or director's or officer's circular or other similar and relevant material but the registrant or custodian is not required to send or deliver such material unless the issuer or other sender of the material or the beneficial owner of such securities has agreed to pay the reasonable costs to be incurred by the registrant or custodian in so doing.

EXPLANATORY NOTES

The present subsection 2 of section 48 requires that, where securities registered in the name of a registrant are otherwise beneficially owned, the registrant must pass on proxy material to the beneficial owner if the issuer or beneficial owner has agreed to pay the reasonable costs incurred by the registrant. The amendment will extend this requirement to issuer bid and take-over bid related materials and to proxy materials prepared by non-management provided the issuer or other sender or the beneficial owner has agreed to pay the dealer's costs in so doing.

PRESENT SECTION

~~69.~~—(1) Where it appears to the Commission, after the filing of a prospectus under this Part and the issuance of a receipt therefor, that any of the circumstances set out in subsection 2 of section 60 exist, the Commission may order that the distribution of the securities under the prospectus shall cease.

(2) No order shall be made under subsection 1 without a hearing unless in the opinion of the Commission the length of time required for a hearing could be prejudicial to the public interest, in which event a temporary order may be made which shall expire fifteen days from the date of the making thereof unless the hearing is commenced in which case the Commission may extend the order until the hearing is concluded. 1978, c. 47, s. 69 (1, 2).

(3) A notice of every order made under this section shall be served upon the issuer to whose securities the prospectus relates, and forthwith upon the receipt of the notice,

(a) distribution of the securities under prospectus by the person or company named in the order shall cease, and

(b) any receipt issued by the Director for the prospectus is revoked. 1978, c. 47, s. 69 (3), 1979, c. 80, s. 8.

AMENDED SECTION

69--(1) Where it appears to the Commission after the filing of a prospectus under Part XIX and the issuance of a receipt therefor, that any of the circumstances set out in subsection 2 of section 60 exist, the Commission may order that the distribution of the securities under the prospectus shall cease.

The amendment is housekeeping in nature.

EXPLANATORY NOTES

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

71.-(1) Subject to the regulations, sections 52 and 61 do not apply to a distribution where,

(d) the purchaser purchases as principal, if the trade is in a security which has an aggregate acquisition cost to such purchaser of not less than \$97,000;

(d) the purchaser purchases as principal, if the trade is in a security which has an aggregate acquisition cost to such purchaser of not less than \$250,000;

The amendment raises the qualifying level for private placements to \$250,000 in recognition of the change, since the exemption was originally introduced, in the value of the dollar.

(f) the trade is made by an issuer,

(i) in a security of its own issue that is distributed by it to holders of its securities as a stock dividend or other distribution out of earnings or surplus,

(ii) in a security whether of its own issue or not that is distributed by it to holders of its securities as incidental to a bona fide re-organization or winding up of the issuer or distribution of its assets for the purpose of winding up its affairs pursuant to the laws of the jurisdiction in which the issuer was incorporated, organized or continued, or

(iii) in a security whether of its own issue or not that is distributed by it to holders of its securities as incidental to a bona fide reorganization, dissolution or winding up of the issuer or distribution of its assets for the purpose of winding up its affairs pursuant to the laws of the jurisdiction in which the issuer was incorporated, organized or continued, or

The amendment adds the concept of dissolution provided for in The Business Corporations Act.

(iii) in securities of its own issue transferred or issued through the exercise of a right to purchase, convert or exchange previously granted by the issuer,

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

(i) the trade is made in a security of a company that is exchanged by or for the account of such company with another company or the holders of the securities of that other company in connection with,

(i) a statutory amalgamation or arrangement, or

(ii) a statutory procedure under which one company takes title to the assets of the other company which in turn loses its existence by operation of law, or under which the existing companies merge into a new company.

(1) the trade is made in a security of a company that is exchanged by or for the account of the company with another company or the holders of the securities of that other company in connection with,

i. a statutory amalgamation or arrangement, or

ii. a statutory procedure under which one company takes title to the assets of the other company which in turn loses its existence by operation of law, or under which the existing companies merge into a new company.

If the issuer has given the Commission written notice stating the date, amount, nature and conditions of the proposed trade and either,

iii. the Commission has not informed the issuer in writing within ten days of the giving of the notice that it objects to the proposed trade, or,

iv. the issuer has delivered to the Commission information relating to the securities that is satisfactory to and accepted by the Commission.

(j) the trade is made by an issuer with a view to the sale of securities of its own issue if solicitations are made to not more than fifty prospective purchasers resulting in sales to not more than twenty-five purchasers and,

(i) each purchaser purchases as principal, and all of the purchases are completed within a period of six months of the first purchase except that subsequent sales to the same purchasers may be carried out if made in compliance with written agreements entered into during that six month period,

(ii) each purchaser has access to substantially the same information concerning the issuer that a prospectus filed under this Act would provide and is,

(p) the trade is made by an issuer with a view to the sale of securities of its own issue if solicitations, in all jurisdictions including Ontario, are made to not more than fifty prospective purchasers resulting in sales to not more than twenty-five purchasers and,

i. each purchaser purchases as principal, and all of the purchases are completed within a period of six months of the first purchase except that subsequent sales to the same purchasers may be carried out if made in compliance with written agreements entered into during that six month period,

ii. each purchaser has access to substantially the same information concerning the issuer that a prospectus filed under this Act would provide and is,

The amendment incorporates into the Act the substance of section 19 of the Regulation. The latter provision made clear that solicitations in all jurisdictions are to be aggregated in determining compliance with the ceiling of fifty solicitees in the limited offering exemption in clause p of section 71(1).

The amendment imposes as a condition to the exemption from the prospectus filing requirement for trades in the course of statutory amalgamations, arrangements and mergers the provision of notice to the Commission similar to that now required to be given in connection with rights offerings.

PRESENT SECTION

a. an investor who, by virtue of his net worth and investment experience or by virtue of consultation with or advice from a person or company who is not a promoter of the issuer whose securities are being offered and who is a registered adviser or a registered dealer, is able to evaluate the prospective investment on the basis of information respecting the investment presented to him by the issuer, or

b. a senior officer or director of the issuer or his spouse, parent, brother, sister or child,

(iii) the offer and sale of the securities are not accompanied by an advertisement and no selling or promotional expenses have been paid or incurred in connection therewith, except for professional services or for services performed by a registered dealer, and

(iv) no promoter of the issuer, other than a registered dealer, has acted as a promoter of any other issuer which has traded in securities of its own issue pursuant to the exemption in this clause within the previous twelve months,

(5) the trade is in a commodity futures option or commodity futures contract where such trade is that of a hedger through a dealer, within the meaning of *The Commodity Futures Act, 1978*, c. 47, s. 71 (1), 1979, c. 86, s. 9 (1).

AMENDED SECTION

a. an investor who, by virtue of his net worth and investment experience or by virtue of consultation with or advice from a person or company who is not a promoter of the issuer whose securities are being offered and who is a registered adviser or a registered dealer, is able to evaluate the prospective investment on the basis of information respecting the investment presented to him by the issuer, or

b. a senior officer or director of the issuer or his spouse, parent, brother, sister or child,

111. the offer and sale of the securities are not accompanied by an advertisement and no selling or promotional expenses have been paid or incurred in connection therewith, except for professional services or for services performed by a registered dealer, and

iv. no promoter of the issuer, other than a registered dealer, has acted as a promoter of any other issuer which has traded in securities of its own issue pursuant to the exemption in this clause within the previous twelve months,

but an issuer which has relied upon this exemption may not again thereafter rely upon this exemption;

EXPLANATORY NOTES

(1) the trade is made in the security of an issuer where each of the parties to the trade is a person or company who is, as regards such issuer, a person or company referred to in subparagraph 111 of paragraph 11 of subsection 1 of section 1;

The amendment incorporates into the Act the substance of sections 14(b), 14(c), 14(e), 14(f) and

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

- (u) the trade is made by an issuer in the securities of its own issue with a promoter of the issuer or by a promoter of an issuer in securities of the issuer with another promoter of the issuer;
- (v) the trade is made in securities of an issuer previously disposed of by the issuer pursuant to the exemption in clause p where each of the parties to the trade is one of the not more than twenty-five purchasers referred to in clause p;
- (w) the trade is made by an issuer of equity securities pursuant to a plan made available by that issuer to all holders of a class of publicly traded securities of the issuer the last address of whom as shown on the books of the issuer is in Ontario, which plan permits the holder to direct by express election annually that dividends or interest paid in respect of securities of the issuer's own issue be applied to the purchase from the issuer of publicly traded equity securities of the issuer's own issue or any other securities of the issuer which are redeemable at the option of the holder; or
- (x) the trade is made by an offeree described in clause p of subsection 1 of section 86 in securities which are being disposed of to a person or company making a cash or share exchange take-over bid or issuer bid;

- 139(f) of the Regulation which provisions, respectively, exempt from the prospectus filing requirements trades:
1. among controlling security holders of an issuer in the securities of that issuer;
 2. by an issuer in its securities to its promoters and trades in the securities of the issuer among its promoters;
 3. among the twenty-five initial purchasers under the limited offering exemption in clause p of section 71(1) in the securities of the issuer taken down in the limited offering; by an issuer pursuant to a plan made available to its security holders permitting the security holder to elect that dividends or interest in respect of the issuer's securities be used to purchase securities of the issuer which are either publicly traded or redeemable at the holder's option; and
 5. by offerees responding to a take-over bid or issuer bid;

PRESENT SECTION

71(3) Subject to the regulations, where a trade has been made under clause a, b, c, d, l, p or q of subsection 1, the vendor shall within ten days file a report prepared and executed in accordance with the regulations, but no report is required where, by a trade under clause a of subsection 1, a bank to which the *Bank Act* (Canada) applies or a loan corporation or trust company registered under *The Loan and Trust Corporations Act* acquires from a customer an evidence of indebtedness of the customer or an equity investment in the customer acquired concurrently with an evidence of indebtedness.

(4) The first trade in securities previously acquired pursuant to an exemption contained in clause a, b, c, d, l, m, p or q of subsection 1, other than a further trade exempted by subsection 1, is a distribution, unless,

(a) the issuer of the security is a reporting issuer and is not in default of any requirement of this Act or the regulations;

(b) (i) the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission and comply with the requirements of either clause m or n of subsection 1 of section 383 of *The Insurance Act*, and have been held at least six months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is the later, or

(ii) the securities are bonds, debentures or other evidences of indebtedness issued or guaranteed by an issuer or are preferred shares of an issuer and comply with the requirements of clause k or m, as the case may be, of subsection 1 of section 383 of *The Insurance Act* and have been held at least six months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is the later, or

AMENDED SECTION

(3) Subject to the regulations, where a trade has been made under clause a, b, c, d, l, p, ~~or q~~ of subsection 1, the vendor shall within ten days file a report prepared and executed in accordance with the regulations, but no report is required where, by a trade under clause a of subsection 1, a bank to which the *Bank Act* (Canada) applies or a loan corporation or trust company registered under *The Loan and Trust Corporations Act* acquires from a customer an evidence of indebtedness of the customer or an equity investment in the customer acquired concurrently with an evidence of indebtedness.

(4) The first trade in securities previously acquired by the vendor in connection with a distribution exempted from section 52 and 61 by clause a, b, c, d, l, m, ~~p, q~~ of subsection 1 and the first trade in securities previously acquired under subsection 111 of clause 7 of subsection 1, where the right to purchase, convert or exchange was previously granted in connection with an initial trade exempted by clause a, b, c, d, l, m or p of subsection 1, other than a further trade exempted by subsection 1, is a distribution, unless,

(a) the issuer of the security is a reporting issuer and is not in default of any requirement of this Act or the regulations;

(b) (1) the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission and comply with the requirements of either clause m or n of subsection 1 of section 383 of *The Insurance Act*, and have been held, ~~or in respect of securities acquired under subsection 111 of clause 7 of subsection 1 not so acquired~~ prior to, at least six months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is the later, or

(11) the securities are bonds, debentures or other evidences of indebtedness issued or guaranteed by an issuer or are preferred shares of an issuer and comply with the requirements of clause k or m, as the case may be, of subsection 1 of section 383 of *The Insurance Act* and have been held, or in respect of securities acquired under subsection 111 of clause 7 of subsection 1 not so acquired prior to, at least six months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is the later, or

EXPLANATORY NOTES

The amendment will require that trades pursuant to the proposed clause v of subsection 1 of section 71 be reported under subsection 3 as is now required under subsection 2 of section 17 of the Regulations.

The amendment makes the statutory hold periods prescribed in subsection 4 applicable to:

1. securities acquired in a trade between limited offering purchasers; and
2. the exercise of a right to purchase, convert or exchange previously granted in connection with an initial trade in securities where the resale of the last mentioned securities would itself be subject to these hold periods.

The amendment also makes unavailable to controlling security holders of an issuer satisfaction of the conditions for resale under subsection 4 of section 71 as an alternative to meeting those prescribed under subsection 7 of section 71 and deletes the adjective "unusual" in referring to proscribed efforts to prepare the market for the securities to be sold.

PRESENT SECTION

(iii) the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission or are bonds, debentures or other evidences of indebtedness issued or guaranteed by the reporting issuer whose securities are so listed, and have been held at least one year from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is later, or

(iv) the securities have been held at least eighteen months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is later, and

(c) the vendor files a report within ten days prepared and executed in accordance with the regulations,

provided that no unusual effort is made to prepare the market or to create a demand for such securities and no extraordinary commission or consideration is paid in respect of such trade.

(5) The first trade in securities previously acquired under an exemption contained in clause f., g. or h of subsection 1 and the first trade in previously issued securities of a company that has ceased to be a private company, other than a further trade exempted by subsection 1, is a distribution except that where,

(a) the issuer of the securities is a reporting issuer and has been a reporting issuer for at least twelve months or, in the case of securities acquired under clause i of subsection 1, one of the amalgamating or merged corporations or one of the continuing

AMENDED SECTION

(iii) the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission or are bonds, debentures or other evidences of indebtedness issued or guaranteed by the reporting issuer whose securities are so listed, and have been held, or in respect of securities acquired under subsection 111 of clause f of subsection 1 not so acquired prior to, at least one year from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is later, or

(iv) the securities have been held, or in respect of securities acquired under subsection 111 of clause f of subsection 1 not so acquired prior to, at least eighteen months from the date of the initial exempt trade or the date the issuer became a reporting issuer, whichever is later; and

(c) the vendor files a report within ten days prepared and executed in accordance with the regulations,

provided that the distribution is not a distribution as defined in subparagraph 111 of paragraph 1 of subsection 1 of section 1 and further provided that no effort is made to prepare the market or to create a demand for such securities and no extraordinary commission or consideration is paid in respect of such trade and for the purpose of this subsection, "initial exempt trade" means the initial trade under clause a, b, c, d, i, m, p, q or v of subsection 1.

(5) The first trade in securities previously acquired by the vendor in connection with a distribution exempted from section 72 and 61 by clause f, other than securities acquired under subsection 111 thereof in the circumstances described in subsection 4, or clause h, i, j, k, n or o of subsection 1 and the first trade in previously issued securities of a company after the company has ceased to be a private company, other than a further trade exempted by subsection 1, is a distribution except that where,

(a) (1) the issuer of the securities is a reporting issuer and has been a reporting issuer for at least twelve months or, in the case of securities acquired under clause i of subsection 1, one of the amalgamating or merged corporations or one of the continuing corporations has been a reporting issuer

EXPLANATORY NOTES

The amendment makes subject to the resale restrictions set out in subsection 5 of section 71 trades in: 1. securities acquired pursuant to rights offerings under clause h of subsection 1 of section 71; and 2. securities acquired pursuant to dividend and interest reinvestment plans under proposed clause w of subsection 1 of section 71.

The present subsection requires that every vendor of securities pursuant to it determine at the time of resale that the issuer is not in default of any requirements under the Act. The amendment limits this requirement to "persons in a special relationship to the issuer" as defined at section 75.

PRESENT SECTION

corporations has been a reporting issuer for twelve months and the issuer is not in default of any requirement of this Act or the regulations;

(b) disclosure to the Commission has been made of its exempt trade or in the case of a company that has ceased to be a private company the issuer has filed with the Commission such report with respect to its outstanding securities as may be required by the regulations; and

(c) no unusual effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the trade;

then such first trade is a distribution only if it is a distribution as defined in subparagraph iii of paragraph 11 of subsection 1 of section 1.

(b) The first trade in securities previously purchased under an exemption contained in clause o or r of subsection 1, other than a further trade exempted by subsection 1, is a distribution. 1978, c. 47, s. 71(2-6).

AMENDED SECTION

for twelve months and, where a person or company in a special relationship with the reporting issuer as defined in section 75 is the seller, he or it has reasonable grounds to believe that the issuer is not in default of any requirement of the Act or the regulations;

(11) disclosure to the Commission has been made of its exempt trade or in the case of a company that has ceased to be a private company the issuer has filed with the Commission such report with respect to its outstanding securities as may be required by the regulations; and

(111) no effort is made to prepare the market or to create a demand for the securities and no extraordinary commission or consideration is paid in respect of the trade, or

(b) the trade is in securities previously acquired under the exemption contained in clause j of subsection 1 and when that exemption was relied upon a securities exchange take-over bid circular in respect of the securities was filed by the offeror.

then such first trade is a distribution only if it is a distribution as defined in subparagraph 111 of paragraph 11 of subsection 1 of section 1.

6(a) The first trade in securities previously purchased under an exemption contained in clause r, other than a further trade exempted by subsection 1, is a distribution.

(b) The first trade in securities previously purchased under an exemption contained in clause o of subsection 1, other than a further trade exempted by subsection 1, is a distribution unless the purchaser is a promoter of the issuer.

(c) The first trade in securities previously purchased under an exemption contained in clause u of subsection 1 or under the exemption contained in clause b of this subsection, other than a further trade exempted by subsection 1, is a distribution unless the trade is made in accordance with the conditions and procedures described in clauses b and c of subsection 7.

EXPLANATORY NOTES

The amendment also deletes the adjective "unusual" in referring to proscribed efforts to prepare the market for the securities to be sold and makes a change complementary to that in the proposed subsection 4 of section 71 with respect to the resale of securities acquired pursuant to the exercise of a right to purchase, invest or exchange previously granted by the issuer.

The amendments incorporate into the Act the substance of sections 16(b), 17(1) and 17(3) of the Regulation which provide that a trade in securities acquired by an incorporator of an issuer is not subject to the prospectus filing requirement of the Act where the purchaser is a promoter of the issuer but that the promoter's resale is subject to the conditions and procedures in subsection 7 as is his resale of securities taken down from the issuer or acquired from another promoter.

PRESENT SECTION

(7) Sections 52 and 61 do not apply to a distribution within the meaning of subparagraph iii of paragraph 11 of subsection 1 of section 1 or by a lender, pledgee, mortgagee or other encumbrancer for the purpose of liquidating a *bona fide* debt by selling or offering for sale a security pledged, mortgaged or otherwise encumbered in good faith as collateral for the debt in accordance with clause e of subsection 1, if,

- (a) the distribution is exempted by subsection 1; or
- (b) the issuer of the security is a reporting issuer and has been a reporting issuer for at least eighteen months and is not in default of any requirement of this Act or the regulations and the seller, unless exempted by the regulations,

(i) files with the Commission and any stock exchange recognized by the Commission for this purpose on which the securities are listed at least seven days and not more than fourteen days prior to the first trade made to carry out the distribution,

a. a notice of intention to sell in the form prescribed by the regulations disclosing particulars of the control position known to him, the number of securities to be sold and the method of distribution, and

b. a declaration signed by each seller as at a date not more than twenty-four hours prior to its filing and prepared and executed in accordance with the regulations and certified as follows:

"The seller for whose account the securities to which this certificate relates are to be sold hereby represents that he has no knowledge of any material change which has occurred in the affairs of the issuer of the securities which has not been generally disclosed and reported to the Commission nor has he any knowledge

AMENDED SECTION

(7) Sections 52 and 61 do not apply to a distribution within the meaning of subparagraph iii of paragraph 11 of subsection 1 of section 1 or by a lender, pledgee, mortgagee or other encumbrancer for the purpose of liquidating a *bona fide* debt by selling or offering for sale a security pledged, mortgaged or otherwise encumbered in good faith as collateral for the debt in accordance with clause e of subsection 1, if,

- (a) the distribution is exempted by subsection 1; or
- (b) the issuer of the security is a reporting issuer and has been a reporting issuer for at least eighteen months and is not in default of any requirement of this Act or the regulations and the seller, unless exempted by the regulations,

(1) has held the securities or that number, or in the case of debt securities, principal amount, of securities of the class to be distributed for at least six months but where the seller has acquired any securities of the class to be distributed pursuant to an exemption contained in clause a, b, c, d, h, i, j, k, l, m, n, p, q, v or w of subsection 1 then no security of that class may be distributed by the seller until all securities of that class have been held by the seller for:

a. at least six months from the date of the last such initial exempt trade where the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission and comply with the requirements of either clause m or n of subsection 1 of section 383 of The Insurance Act, or

b. at least six months from the date of the last such initial exempt trade where the securities are bonds, indentures or other evidences of indebtedness issued or guaranteed by an issuer or are preferred shares of an issuer and comply with the requirements of clause k or m, as the case may be, of subsection 1 of section 383 of The Insurance Act, or

c. at least one year from the date of the last such initial exempt trade where the securities are listed and posted for trading on a stock exchange recognized for this purpose by the Commission or are bonds, debentures or other evidences of indebtedness issued or guaranteed by the reporting issuer whose securities are so listed, or

d. at least eighteen months from the date of the last such initial exempt trade, and

(11) files with the Commission and any stock exchange recognized by the Commission for this purpose on which the securities are listed at least seven days and not more than fourteen days prior to the first trade made to carry out the distribution,

a. a notice of intention to sell in the form prescribed by the regulations disclosing particulars of the control position known to him, the number of securities to be sold and the method

EXPLANATORY NOTES

The present subsection 7 of section 71, which governs trades by an issuer's controlling security holders, would permit a distribution from control bloc to be made prospectus-free if,

1. the issuer has been a reporting issuer for 18 months and is not in default of any requirement under the Act.
2. prior to, and periodically through, the distribution the seller makes prescribed disclosure as to the particulars of his control position and his intended trade and affirms his lack of knowledge of any material change or other material adverse information regarding the issuer not generally disclosed;
3. the seller files accelerated insider reports after the completion of each trade; and
4. no unusual effort is made to prepare the market or to create a demand for the securities.

The Commission has expressed its concern that abuses might arise through the use of subsection 7 as a technique to enable reporting issuers to effect "back-door" underwritings without a prospectus and has acknowledged the lack of precision to the limitations on market grooming activities: Consolidated Marine Mines Limited et al., Weekly Summary Week ending 30 November 1979; Israel Continental Oil Company Limited, O.S.C.B. July 1980.

Together with a related amendment to subsection 4 which has the effect of making subsection 7 the exclusive channel for control bloc sales that are not prospectus qualified or exempted from the prospectus filing requirement by subsection 1 of section 71 or by Commission order, the amendments answer these concerns by:

a. adding to the conditions described above at 1 to 3, that the securities, or that number of securities of the class to be distributed, have been held for at least 6 months but that where the seller has acquired any securities of that class pursuant to an exempt trade cited in subsection 1 that is referred to in subsection 4 or 5 of section 71 no security of that class, however and whenever acquired, may be distributed until all secu-

PRESENT SECTION

74.—(1) Subject to subsection 3, where a material change occurs in the affairs of a reporting issuer, it shall forthwith issue and file a press release authorized by a senior officer disclosing the nature and substance of the change.

(2) Subject to subsection 3, the reporting issuer shall file a report of such material change in accordance with the regulations as soon as practicable and in any event within ten days of the date on which the change occurs.

(3) Where,

(a) in the opinion of the reporting issuer, the disclosure required by subsections 1 and 2 would be unduly detrimental to the interests of the reporting issuer; or

(b) the material change consists of a decision to implement a change made by senior management of the issuer who believe that confirmation of the decision by the board of directors is probable and senior management of the issuer has no reason to believe that persons with knowledge of the material change have made use of such knowledge in purchasing or selling securities of the issuer,

the reporting issuer may, in lieu of compliance with subsection 1, forthwith file with the Commission the report required under subsection 2 marked "confidential" together with written reasons for non-disclosure.

(4) Where a report has been filed with the Commission under subsection 3, the reporting issuer shall advise the Commission in writing where it believes the report should continue to remain confidential within ten days of the date of filing of the initial report and every ten days thereafter until the material change is generally disclosed in the manner referred to in subsection 1 or, if the material change consists of a decision of the type referred to in clause b of subsection 3, until that decision has been rejected by the board of directors of the issuer. 1978, c. 47, s. 74

AMENDED SECTIONEXPLANATORY NOTES

(3) Where,

(a) in the opinion of the reporting issuer, the disclosure required by subsections 1 and 2 would be unduly detrimental to the interests of the reporting issuer; or

(b) the material change consists of a decision to implement a change made by senior management of the issuer who believe that confirmation of the decision by the board of directors is probable and senior management of the issuer has no reason to believe that any person or company with knowledge of the material change has made use of such knowledge in purchasing or selling securities of the issuer.

the reporting issuer may, in lieu of compliance with subsection 1, forthwith file with the Commission the report required under subsection 2 marked "confidential" together with written reasons for non-disclosure.

The amendment clarifies the wording with respect to making use of knowledge of material changes that have not been generally disclosed.

PRESENT SECTION

75.--(1) No person or company in a special relationship with a reporting issuer shall,

- (a) purchase or sell securities of the reporting issuer with the knowledge of a material fact or material change in the affairs of the reporting issuer that he or it knew or ought reasonably to have known had not been generally disclosed; or
 - (b) inform, other than in the necessary course of business, another person or company about a fact or change which he knows is a material fact or material change before the material fact or material change has been generally disclosed.
- (2) No purchaser or vendor shall be found to have contravened clause a of subsection 1 if such purchaser or vendor proves that he did not make use of knowledge of the material fact or material change in purchasing or selling the securities.
- (3) For the purposes of this section, a person or company is in a special relationship with a reporting issuer where,
- (a) the person or company is an insider or an affiliate of the reporting issuer;
 - (b) the person is a director, officer or employee of the reporting issuer or of a company that is an insider or an affiliate of the reporting issuer;
 - (c) the person or company has engaged, is engaging in or proposes to engage in any business or professional activities with or on behalf of the reporting issuer and thereby has acquired knowledge of the material fact or material change; or
 - (d) the person or company is an associate of the reporting issuer or of any person or company referred to in clause a, b or c. 1978, c. 47, s. 75.

AMENDED SECTION

75.--(1) No person or company in a special relationship with a reporting issuer shall,

- (a) purchase or sell securities of the reporting issuer with the knowledge of a material fact or material change in the affairs of the reporting issuer that he or it knew or ought reasonably to have known had not been generally disclosed; or
 - (b) inform, other than in the necessary course of business, another person or company about a fact or change which he knows is a material fact or material change before the material fact or material change has been generally disclosed.
- (2) No purchaser or vendor shall be found to have contravened clause a of subsection 1 if such purchaser or vendor proves that he did not make use of knowledge of the material fact or material change in purchasing or selling the securities.
- (3) For the purposes of this section, a person or company is in a special relationship with a reporting issuer where,
- (a) the person or company is an insider or an affiliate of the reporting issuer;
 - (b) the person is a director, officer or employee of the reporting issuer or of a company that is an insider or an affiliate of the reporting issuer;
 - (c) the person or company has engaged, is engaging in or proposes to engage in any business or professional activities with or on behalf of the reporting issuer and thereby has acquired knowledge of the material fact or material change; or
 - (d) the person or company is an associate of the reporting issuer or of any person or company referred to in clause a, b or c; or
 - (e) the person or company has acquired knowledge of the material fact or material change from a person or company referred to in clause a, b, c or d.

EXPLANATORY NOTES

The amendment has the effect of extending the bar against trading with non-disclosed inside information or informing others of such information to a person who has acquired the information from a person or company referred to in clauses a to d.

PRESENT SECTION

76.—(1) Every reporting issuer that is not a mutual fund shall file within sixty days of the date to which it is made up an interim financial statement,

(a) where the reporting issuer has not completed its first financial year, for the periods commencing with the beginning of that year and ending nine, six and three months respectively before the date on which that year ends, but no interim financial statement is required to be filed for any period that is less than three months in length;

(b) where the reporting issuer has completed its first financial year, to the end of each of the three-month, six-month and nine-month periods of the current financial year that commenced immediately following the last financial year, including a comparative statement to the end of each of the corresponding periods in the last financial year,

made up and certified as required by the regulations and in accordance with generally accepted accounting principles.

(2) Every mutual fund in Ontario shall file within sixty days of the date to which it is made up an interim financial statement,

(a) where the reporting issuer has not completed its first financial year, for the period commencing with the beginning of that year and ending six months before the date on which that year ends but, if the first financial year is less than six months in length, no interim financial statement is required to be filed;

(b) where the reporting issuer has completed its first financial year, for the six-month period of the current financial year that commenced immediately following the last financial year,

made up and certified as required by the regulations and in accordance with generally accepted accounting principles. 1979, c. 86, s. 11.

AMENDED SECTION

76--(1) Every reporting issuer that is not a mutual fund shall file within sixty days of the date to which it is made up an interim financial statement,

(a) where the reporting issuer has not completed its first financial year, for the periods commencing with the beginning of that year and ending nine, six and three months respectively before the date on which that year ends, but no interim financial statement is required to be filed for any period that is less than three months in length;

(b) where the reporting issuer has completed its first financial year, to the end of each of the three-month, six-month and nine-month periods of the current financial year that commenced immediately following the last financial year, including a comparative statement to the end of each of the corresponding periods in the last financial year,

made up as required by the regulations and in accordance with generally accepted accounting principles.

(2) Every mutual fund in Ontario shall file within sixty days of the date to which it is made up an interim financial statement.

(a) where the mutual fund in Ontario has not completed its first financial year, for the period commencing with the beginning of that year and ending six months before the date on which that year ends but, if the first financial year is less than six months in length, no interim financial statement is required to be filed;

(b) where the mutual fund in Ontario has completed its first financial year, for the six-month period of the current financial year that commenced immediately following the last financial year,

made up as required by the regulations and in accordance with generally accepted accounting principles.

EXPLANATORY NOTES

The amendment is of a clarifying nature and also dispenses with the requirement that interim statements be certified.

PRESENT SECTION

77.—(1) Every reporting issuer that is not a mutual fund and every mutual fund in Ontario shall file annually within 140 days from the end of its last financial year comparative financial statements relating separately to,

(a) the period that commenced on the date of incorporation or organization and ended as of the close of the first financial year or, if the reporting issuer or mutual fund has completed a financial year, the last financial year, as the case may be; and

(b) the period covered by the financial year next preceding the last financial year, if any,

made up and certified as required by the regulations and in accordance with generally accepted accounting principles.

(2) Every financial statement referred to in subsection 1 shall be accompanied by a report of the auditor of the reporting issuer or mutual fund prepared in accordance with the regulations.

(3) The auditor of a reporting issuer or mutual fund shall make such examinations as will enable him to make the report required by subsection 2.

(4) For the purposes of this Part, "auditor", where used in relation to the reporting issuer or mutual fund, includes the auditor of the reporting issuer or mutual fund and any other independent public accountant. 1978, c. 47, s. 77.

AMENDED SECTIONEXPLANATORY NOTES

(2) Every financial statement referred to in subsection 1 shall be accompanied by a report of the auditor of the reporting issuer or mutual fund in Ontario prepared in accordance with the regulations.

The amendment is housekeeping in nature.

(3) The auditor of a reporting issuer or mutual fund in Ontario shall make such examinations as will enable him to make the report required by subsection 2.

(4) For the purposes of this Part, "auditor", where used in relation to the reporting issuer or mutual fund in Ontario, includes the auditor of the reporting issuer or mutual fund in Ontario, and any other independent public accountant.

PRESENT SECTION

80.—(1) Subject to subsection 2 and section 87, no person or company shall solicit proxies from holders of its voting securities whose latest address as shown on the books of the reporting issuer is in Ontario unless,

(a) in the case of a solicitation by or on behalf of the management of a reporting issuer, an information circular, either as an appendix to or as a separate document accompanying the notice of the meeting, is sent by prepaid mail to each such security holder of the reporting issuer whose proxy is solicited at his latest address as shown on the books of the reporting issuer; or

(b) in the case of any other solicitation, the person or company making the solicitation, concurrently with or prior thereto, delivers or sends an information circular to each such security holder whose proxy is solicited.

(2) Subsection 1 does not apply to,

(a) any solicitation, otherwise than by or on behalf of the management of a reporting issuer, where the total number of security holders whose proxies are solicited is not more than fifteen, two or more persons or companies who are the joint registered owners of one or more securities being counted as one security holder;

(b) any solicitation by a person or company made under section 48; or

(c) any solicitation by a person or company in respect of securities of which he is the beneficial owner. 1978, c. 47, s. 85.

AMENDED SECTION

(a) in the case of a solicitation by or on behalf of the management of a reporting issuer, an information circular, either as an appendix to or as a separate document accompanying the notice of the meeting, is communicated, by prepaid mail, by personal delivery or in such other manner as the director may approve to each such security holder of the reporting issuer whose proxy is solicited at his latest address as shown on the books of the reporting issuer; or

(b) in the case of any other solicitation, the person or company making the solicitation, concurrently with or prior thereto, communicates an information circular to each such security holder whose proxy is solicited.

EXPLANATORY NOTES

The amendment adopts the flexibility as to communication provided for in section 92 of the Act.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

M.M.-(1) In this Part,

(d) "issuer bid" means,

(i) an offer made by an issuer to security holders the last address of any of whom as shown on the books of the issuer is in Ontario to purchase, redeem or otherwise acquire any or all of a class of the securities of the issuer, other than debt securities that are not convertible into equity securities,

(ii) the acceptance by an issuer of an offer to sell securities of the issuer, other than debt securities that are not convertible into equity securities, and the issuer accepting the offer to sell shall be deemed to be an offeror;

(U) "offeree" means a person or company to whom a take-over bid or an issuer bid is made and whose latest address as shown on the books of the offeree company is in Ontario;

(d)

"issuer bid" means, ~~an offer to purchase, redeem or otherwise acquire any or all of a class of the securities of the issuer, other than debt securities that are not convertible into equity securities made by an issuer to security holders the last address of whom as shown on the books of the issuer is in Ontario;~~

The amendment reflects the proposed introduction of a new defined term, "offer to purchase".

(ee)

"offer to purchase", means an offer to purchase, the acceptance by a person or company of an offer to sell or a combination of an offer to purchase and an acceptance of an offer to sell;

The amendment simplifies the definition of issuer bid and take-over bid.

(f)

"offeree" means a person or company to whom a take-over bid or an issuer bid is made and whose latest address as shown on the books of the offeree company or issuer is in Ontario;

The amendment makes clear that the definition of "offeree" is relevant to issuer bids.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

(11) "offeror's presently owned rights to voting securities" means rights to voting securities of an offeree company beneficially owned, directly or indirectly, on the date of a take-over bid by the offeror or associates of the offeror and where two or more persons or companies make offers,

The amendment is complementary to the proposed new definition of "take-over bid".

(1) jointly or in concert, or

(11) intending to exercise jointly or in concert any voting rights attaching to the securities acquired through the offers.

includes the rights to voting securities owned by all of such persons or companies and their associates;

(33) "right to a voting security" means.

(1) a security currently convertible into another security that is a voting security.

(11) a security carrying a warrant or right to acquire another security that is a voting security, or

(111) a currently exercisable option, warrant or right to acquire another security that is a voting security or a security referred to in subclause 1 or 11.

The amendment is complementary to the proposed new definition of "take-over bid".

PRESENT SECTION

(k) "take-over bid" means,

(i) an offer made to security holders, the last address of any of whom as shown on the books of the offeree company or other issuer is in Ontario, to purchase directly or indirectly voting securities of the company or other issuer,

(ii) the acceptance by a person or company of an offer to sell voting securities of a company or other issuer and such acceptance shall be deemed to constitute an offer to purchase and the person or company accepting the offer shall be deemed to be an offeror, or

(iii) a combination of an offer to purchase referred to in subclause i and an acceptance of an offer to sell referred to in subclause ii,

where the voting securities which are the subject of the offer to purchase, the acceptance of the offer to sell or the combination thereof, as the case may be, together with the offeror's presently owned securities will in the aggregate exceed 20 per cent of the outstanding voting securities of the company or other issuer and where two or more persons or companies make or accept offers jointly or in concert or intending to exercise jointly or in concert any voting rights attaching to the securities to be acquired, then the securities owned by each of them shall be included in the calculation of the percentage of the outstanding voting securities of the company or other issuer owned by each of them; and

AMENDED SECTION

(k) "take-over bid" means an offer to purchase, directly or indirectly, voting securities of a company or other issuer, rights to voting securities of the company or other issuer or a combination of rights to voting securities and voting securities of the company or other issuer made to security holders, the last address of any of whom as shown on the books of the offeree company or other issuer is in Ontario where,

A. the voting securities that are the subject of the offer to purchase, together with the offeror's presently owned securities and the voting securities that would be obtained on exercise of the offeror's presently owned rights to voting securities will in the aggregate exceed 20 per cent of the voting securities of the company or other issuer that would be outstanding on exercise of the offeror's presently owned rights to voting securities, or

where,

B. (1) the voting securities that would be obtained on exercise of the rights to voting securities that are the subject of the offer to purchase, or

(11) the combination of,

a. voting securities that would be obtained on exercise of the rights to voting securities that are the subject of the offer to purchase, and

b. the voting securities that are the subject of the offer to purchase.

together with

(11) the combination of,

a. the offeror's presently owned securities, and

b. the voting securities that would be obtained on exercise of the offeror's presently owned rights to voting securities.

will in the aggregate exceed 20 per cent of the voting securities of the company or other issuer that would be outstanding on the exercise of.

a. the rights to voting securities that are the subject of the offer to purchase, and

b. the offeror's presently owned rights to voting securities.

and where two or more persons or companies make offers to purchase jointly or in concert or intending to exercise jointly or in concert any voting rights attaching to the securities to be acquired, then the securities owned by each of them shall be included in the calculation of the percentage of the voting securities of the company or other issuer that would be outstanding and owned by each of them; and

EXPLANATORY NOTES

The amendment makes it clear that take-over bids include offers made for securities convertible into voting securities. Where an offeror bids for convertible securities only in conjunction with a bid for voting securities the determination of whether the 20 per cent take-over bid threshold has been reached is made by setting the offeror's presently owned voting securities and the voting securities he would own if he converted the convertible securities presently owned against the number of voting securities that would be outstanding on exercise of the convertible securities subject of the bid.

PRESENT SECTION

10. —(1) The following provisions apply to every take-over bid and issuer bid:

10. Where the offeror making a take-over bid intends to purchase securities in the market his intention shall be set out in the take-over bid circular and, where the take-over bid is made for less than all of the class of securities sought that are owned by offerees, the offeror shall not reduce the number of securities he is bound or willing to take up under paragraphs 8 and 9 by the number of securities purchased in the market, but those securities shall be counted in the determination of whether a condition as to the minimum number of securities the offeror is bound or willing to take up has been fulfilled.

12. The offeror shall not attach any conditions to the offer except the right not to take up and pay for securities deposited if,

(a) the offeree's fail to tender the minimum number of securities the offeror is bound and willing to take up;

(b) any undisclosed action prior to the date of the offer or any action subsequent to such date, by a person or company other than the offeror, including a governmental or regulatory authority, and, in the case of a take-over bid, by the offeree company or its directors or senior officers, results in a material change in the affairs of the company, or

(c) the required approval of a governmental or regulatory authority is not obtained prior to the expiration of the offer

AMENDED SECTION

10. Where the offeror making a take-over bid or issuer bid intends to purchase securities that are the subject of the take-over bid or issuer bid in the market his intention shall be set out in the take-over bid circular or issuer bid circular and, where the take-over bid or issuer bid is made for less than all of the class of securities sought that are owned by offerees, the offeror shall not reduce the number of securities he is bound or willing to take up under paragraphs 8 and 9 by the number of securities purchased in the market, but those securities shall be counted in the determination of whether a condition as to the minimum number of securities the offeror is bound or willing to take up has been fulfilled.

The amendment makes the provision applicable to issuer bids as well as to take-over bids.

EXPLANATORY NOTES

The amendment clarifies the identity of the company to which reference is made in the concluding words of clause b.

(b) any undisclosed action prior to the date of the offer or any action subsequent to such date, by a person or company other than the offeror, including a governmental or regulatory authority, and, in the case of a take-over bid, by the offeree company or its directors or senior officers, results in a material change in the affairs of the offeree company;A

(c) the required approval of a governmental or regulatory authority is not obtained prior to the expiration of the offer; or

(d) there exists, at the time for so doing, any prohibition at law against taking up or paying for the securities deposited.

The amendment adds a new permissible condition.

PRESENT SECTION

90.--(1) Where a significant change has occurred in the information contained in a take-over bid circular or issuer bid circular while the offer is still outstanding or where a take-over bid or an issuer bid has been varied by changing any of its terms, every person or company whose shares have not been taken up and paid for and who has been sent the take-over bid circular or issuer bid circular shall be sent notice of such change or variation and, except where a variation is solely an increase in price, the date of the take-over bid or issuer bid shall, for the purposes of section 89, be deemed to be the date of the sending of the notice of such change or variation. 1978, c. 47, s. 90 (1).

(1a) For purposes of subsection 1, a change that is not within the control of the offeror or of an affiliate of the offeror shall not be considered to be significant unless it is a material change affecting the affairs of the issuer of securities being offered in exchange for securities of the offeree company and, while an offer is outstanding, the exercise of a right contained in a take-over bid or an issuer bid to modify the terms of the offer or to waive a condition of the offer shall be considered to be a variation which changes the terms of the take-over bid or the issuer bid. 1979, c. 86, s. 14.

AMENDED SECTION

90.--(1) Where a significant change has occurred in the information contained in a take-over bid circular or issuer bid circular while the offer is still outstanding or where a take-over bid or an issuer bid has been varied by changing any of its terms, every person or company whose securities have not been taken up and paid for and who has been sent the notice of such change or variation and, except where a variation is solely an increase in price, the date of the take-over bid or issuer bid shall, for the purposes of section 98, be deemed to be the date of the sending of the notice of such change or variation.

(1a) For purposes of subsection 1,

(a) a change that is not within the control of the offeror or of an affiliate of the offeror shall not be considered to be significant unless it is a material change affecting the affairs of the issuer of the securities being offered in exchange for securities of the offeree company;

(b) subject to clause c, while an offer is outstanding, the exercise of a right contained in a take-over bid or an issuer bid to modify the terms of the offer or to waive a condition of the offer shall be considered to be a variation which changes the terms of the take-over bid or the issuer bid; and

(c) the exercise, while an offer is outstanding, of a right contained in a take-over bid to modify the terms of the offer or to waive a condition of the offer shall not be considered to be a variation which changes the terms of the take-over bid where the take-over bid is an offer, to which no conditions are attached, made for all of the class of securities sought that are owned by offerees and in respect of which offer the offeror's presently owned securities, together with any securities of the class sought that the offeror is bound to purchase under an enforceable formal agreement exceed 50 per cent of the outstanding voting securities of the offeree company and the offeror has undertaken to promptly take up and pay for all securities of the class sought as tendered by the offerees.

EXPLANATORY NOTES

The amendment to subsection 1 is housekeeping in nature.

The amendment to subsection 1a identifies a circumstance where a modification of the terms of, or the waiver of a condition to, a take-over bid is not deemed a variation which changes the terms of the bid necessitating notice to those offerees whose securities have not been taken up and starting the prescribed time periods running again.

PRESENT SECTION

93. Where a take-over bid or an issuer bid provides that the consideration for the securities deposited pursuant thereto is to be paid in cash or partly in cash, the offeror shall make adequate arrangements to ensure that the required funds are available to effect payment in full for all securities owned by offerees that the offeror has offered to purchase pursuant to the take-over bid. 1978, c. 47, s. 93

AMENDED SECTION

93. Where a take-over bid or an issuer bid provides that the consideration for the securities deposited pursuant thereto is to be paid in cash or partly in cash, the offeror shall make adequate arrangements to ensure that the required funds are available to effect payment in full for all securities owned by offerees that the offeror has offered to purchase pursuant to the take-over bid or the issuer bid.

EXPLANATORY NOTES

The amendment adds certainty with respect to the applicability of the section.

PRESENT SECTION

1941.--(1) The board of directors of an offeree company, shall send a directors' circular to each offeree not later than ten days from the date of the take-over bid prepared in accordance with the regulations.

(2) The board of directors may include in a directors' circular a recommendation to accept or to reject a take-over bid if it sees fit to do so.

(3) An individual director or officer may recommend to the offerees acceptance or rejection of the take-over bid made to such offerees if the director or officer sends to each offeree with his communication a circular prepared in accordance with the regulations.

(4) Where a board of directors is considering recommending acceptance or rejection of a take-over bid, it shall, at the time of sending a director's circular, advise the offerees of this fact and may advise them not to tender their securities until further communication is received from the directors.

(5) Where the board of directors sends a communication under subsection 4, it shall communicate the recommendation or the decision not to make a recommendation to the offerees at least seven days prior to the expiry of the offer.

(6) All communications required or permitted by this section shall be sent to each offeree by prepaid mail to his latest address as shown on the books of the offeree company.

(7) Where an individual director or officer submits a recommendation prepared in accordance with subsection 3 to the board of directors prior to the board of directors sending the directors' circular required by subsection 1, or the further communication permitted by subsection 5, the board of directors shall send a copy of the recommendation of the individual director or officer to the offerees together with the circular or further communication. 1978, c. 47, s. 90.

AMENDED SECTION

(1) The board of directors of an offeree company shall send a directors' circular to each offeree not later than ten days from the date of the take-over bid.

The amendment removes words which are redundant since they are part of the definition of "directors' circular".

EXPLANATORY NOTES

The amendment is made for purposes of clarification.

(5) Where, at the time of sending a directors' circular, the board of directors is considering acceptance or rejection of a take-over bid, it shall communicate the recommendation or the decision not to make a recommendation to the offerees at least seven days prior to the expiry of the offer.

(6) All communications required or permitted by this section shall be communicated to each offeree by prepaid mail to his latest address as shown on the books of the offeree company, by personal delivery or in such other manner as the Director may approve.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

96a(1) Where a significant change has occurred in the information contained in a directors' circular that has been sent to offerees under subsection 1 of section 96 or a director's or officer's circular that has been sent to offerees under subsection 3 of section 96 the board of directors of the offeree or the individual director or officer, as the case may be, shall forthwith send to each offeree an amendment to the circular disclosing the nature and substance of the change.

(2) All communications required or permitted by this section shall be communicated to each offeree by prepaid mail to his latest address as shown on the books of the offeree company, by personal delivery or in such other manner as the Director may approve.

The amendment requires the sending of an amendment to a directors' or director's or officer's circular where a significant change has occurred in the information contained in the circular.

The amendment adopts the flexibility provided for in section 92 of the Act.

PRESENT SECTION

47.--(1) Where a take-over bid is made by or on behalf of an issuer, the contents of the take-over bid circular shall be approved and the delivery thereof authorized by the directors of the issuer.

(2) Where a take-over bid is made by or on behalf of an issuer, the take-over bid circular shall contain a statement that the contents thereof have been approved and the delivery thereof authorized by the directors of the issuer.

(3) The contents of a directors' circular shall be approved and the delivery thereof authorized by the directors of the offeree company. 1978, c. 47, s. 97

AMENDED SECTION

97.--(1) Where a take-over bid is made by or on behalf of an issuer, the contents of the take-over bid circular ~~and of any notice of change or variation~~ shall be approved and the delivery thereof authorized by the directors of the issuer.

(2) Where a take-over bid is made by or on behalf of an issuer, the take-over bid circular ~~and any notice of change or variation~~ shall contain a statement that the contents thereof have been approved and the delivery thereof authorized by the directors of the issuer.

(3) ~~The contents of a directors' circular and any amendments to a directors' circular~~ shall be approved and the delivery thereof authorized by the directors of the offeree company.

EXPLANATORY NOTES

The amendment requires that a notice of change or variation to a take-over bid circular and an amendment to a directors' circular must be approved and the delivery thereof authorized in a similar manner as the take-over bid circular or directors' circular.

PRESENT SECTION

98. The issuer bid circular shall be approved and the delivery thereof authorized by the directors of the issuer. 1978, c. 47, s. 98.

AMENDED SECTION

98. The issuer bid circular ~~and any notice of change of variation~~ shall be approved and the delivery thereof authorized by the directors of the issuer.

EXPLANATORY NOTES

The amendment requires that any notice of change or variation to an issuer bid circular must be approved and the delivery thereof authorized in a similar manner as the issuer bid circular.

PRESENT SECTION

AMENDED SECTION

EXPLANATORY NOTES

101.—(1) In this Part,

- (a) "mutual fund" means, except in section 107, a mutual fund that is a reporting issuer;
- (b) "related mutual funds" includes more than one mutual fund under common management;
- (c) "related person or company" in relation to a mutual fund means a person in whom, or a company in which, the mutual fund, its management company and its distribution company are prohibited by the provisions of this Part from making any investment.

(2) For the purpose of this Part,

- (a) any issuer in which a mutual fund holds in excess of 10 per cent of the voting securities or in which the mutual fund and related mutual funds hold in excess of 20 per cent of the voting securities shall be deemed to be a related person or company of that mutual fund or of each of those mutual funds;

- (b) the acquisition or disposition by an insider of a put, call or other transferable option with respect to a security shall be deemed a change in the beneficial ownership of the security to which such put, call or other transferable option relates; and

- (b) the acquisition or disposition of a put, call or other option with respect to a security shall be deemed a change in the beneficial ownership of the security to which such put, call or other option relates; and

The amendment is complementary to the proposed new section 103a and takes into account the non-transferable nature of exchange-traded stock options.

- (c) for the purpose of reporting under section 102 or 103, ownership shall be deemed to pass at such time as an offer to sell is accepted by the purchaser or his agent or an offer to buy is accepted by the vendor or his agent. 1978, c. 47, s. 101.

PRESENT SECTION

102.—(1) A person or company who becomes an insider of a reporting issuer, other than a mutual fund, shall, within ten days after the end of the month in which he becomes an insider, file a report as of the day on which he became an insider disclosing any direct or indirect beneficial ownership of or control or direction over securities of the reporting issuer as may be required by the regulations.

(2) A person or company who has filed or is required to file a report under this section or any predecessor thereof and whose direct or indirect beneficial ownership of or control or direction over securities of the reporting issuer changes from that shown or required to be shown in the report or in the latest report filed by him under this section or any predecessor thereof shall, within ten days following the end of the month in which the change takes place, if he was an insider of the reporting issuer at any time during such month, file a report of his direct or indirect beneficial ownership of or his control or direction over securities of the reporting issuer at the end of the month and the change or changes therein that occurred during said month giving such details of each transaction as may be required by the regulations.

(3) A person or company who becomes an insider of a reporting issuer by reason of subsection 8 or 9 of section 1 shall file the reports required by subsections 1 and 2 of this section for the previous six months or such shorter period that he was a director or officer of the reporting issuer within ten days after the end of the month that the issuer became an insider of a reporting issuer or the reporting issuer became an insider of another reporting issuer as the case may be. 1978, c. 47, s. 102.

AMENDED SECTION

102-(1) A person or company who becomes an insider of a reporting issuer, other than a mutual fund, shall, within ten days of becoming an insider, file a report as of the day on which he became an insider disclosing any direct or indirect beneficial ownership of or control or direction over securities of the reporting issuer as may be required by the regulations.

(2) A person or company who has filed or is required to file a report under this section or any predecessor thereof and whose direct or indirect beneficial ownership of or control or direction over securities of the reporting issuer changes from that shown or required to be shown in the report or in the latest report filed by him under this section or any predecessor thereof shall, within ten days following the change, file a report of his direct or indirect beneficial ownership of or his control or direction over securities of the reporting issuer. Consequently the change and the change therein that occurred giving such details of each transaction as may be required by the regulations.

(3) A person or company who becomes an insider of a reporting issuer by reason of subsection 8 or 9 of section 1 shall file the reports required by subsections 1 and 2 of this section for the previous six months or such shorter period that he was a director or senior officer of the reporting issuer within ten days of the reporting issuer becoming an insider of a reporting issuer or the reporting issuer becoming an insider of another reporting issuer as the case may be.

EXPLANATORY NOTES

The amendment accelerates the periods within which insider reports must be filed.

PRESENT SECTIONAMENDED SECTIONEXPLANATORY NOTES

103.--(1) Where a person or company becomes the beneficial owner, directly or indirectly, of voting securities of a reporting issuer carrying 20 per cent or more of the voting rights attached to all voting securities for the time being outstanding, through purchases effected through a take-over bid or issuer bid exempted from the requirements of Part XIX by subsection 2 or subsection 3 of section 88, such person or company shall file a report as of the day on which he acquired the ownership within three days of acquiring such 20 per cent ownership.

(2) A person or company who is the beneficial owner, directly or indirectly, of voting securities of a reporting issuer carrying 20 per cent or more of the voting rights attached to all voting securities for the time being outstanding shall, within three days of purchasing further voting securities carrying an additional 5 per cent of the voting rights, file a report as of the day on which he acquired an additional 5 per cent of the voting rights and thereafter each time he acquires a further 5 per cent.

(3) Where the facts required to be reported by this section are identical to those required under section 102, a separate report under section 102 is not required. 1978, c. 47, s. 103.

103a.--(1) Where a person or company, other than an offeror, purchases for his or its own account, directly or indirectly, voting securities of a reporting issuer carrying 5 per cent or more of the voting rights attached to all voting securities for the time being outstanding, while a take-over bid subject to the requirements of Part XIX is outstanding such person or company shall file a report, as of the day on which he acquired the ownership, within three days of acquiring such 5 per cent ownership.

(2) Where the facts required to be reported by subsection 1 are identical to those required under section 102 or subsection 2 of section 103, a separate report under section 102 or subsection 2 of section 103 is not required.

The amendment requires that where a take-over bid is outstanding a person other than an offeror acquiring 5 per cent or more of the voting securities of the offeree company must file a regulations-prescribed report within three days of such acquisition.

PRESENT SECTION

124.—(1) The Commission may, where in its opinion such action is in the public interest, order, subject to such terms and conditions as it may impose, that any or all of the exemptions contained in sections 34, 71, 72 and 88 do not apply to the person or company named in the order.

AMENDED SECTION

124.—(1) The Commission may, where in its opinion such action is in the public interest, order, subject to such terms and conditions as it may impose, that any or all of the exemptions contained in sections 33, 34, 71, 72 and 88 ~~do not apply to the person or company named in the order.~~

EXPLANATORY NOTES

The amendment is housekeeping in nature.

PRESENT SECTION

127.—(1) Where a take-over bid circular sent to the offerees of an offeree company as required by Part XIX contains a misrepresentation, every such offeree shall be deemed to have relied on such misrepresentation and may elect to exercise a right of action for rescission or damages against the offeror or a right of action for damages against,

- (a) every person who at the time the circular was signed was a director of the offeror;
- (b) every person or company whose consent has been filed pursuant to a requirement of the regulations but only with respect to reports, opinions or statements that have been made by them; and
- (c) each person who signed a certificate in the circular other than the persons included in clause a.

(2) Where a directors' circular or a director's or officer's circular sent to the offerees of an offeree company as required by Part XIX contains a misrepresentation, every such offeree shall be deemed to have relied on such misrepresentation and has a right of action for damages against every director or officer who signed the circular.

(3) The provisions of subsection 1 apply *mutatis mutandis* where an issuer bid circular contains a misrepresentation.

(4) No person or company is liable under subsection 1, 2 or 3 if he proves that the offeree had knowledge of the misrepresentation.

(5) No person or company, other than the offeror, is liable under subsection 1, 2 or 3 if he proves,

AMENDED SECTION

(1) Where a take-over bid circular or any notice of change of variation sent to the offerees of an offeree company as required by Part XIX contains a misrepresentation, every such offeree shall be deemed to have relied on such misrepresentation and may elect to exercise a right of action for rescission or damages against the offeror or a right of action for damages against,

- (a) every person who at the time the circular or notice was signed was a director of the offeror;
- (b) every person or company whose consent has been filed pursuant to a requirement of the regulations but only with respect to reports, opinions or statements that have been made by them; and
- (c) each person who signed a certificate in the circular or notice other than the persons included in clause a.

(2) Where a directors' circular, a director's or officer's circular, an amendment to a directors' circular or an amendment to a director's or officer's circular sent to the offerees of an offeree company as required by Part XIX contains a misrepresentation, every such offeree shall be deemed to have relied on such misrepresentation and, in respect of such misrepresentation in a directors' circular or amendment to a directors' circular, has a right of action for damages against every person who at the time the directors' circular or amendment was signed was a director of the offeree and, in respect of such misrepresentation in a director's or officer's circular or amendment to a director's or officer's circular, has a right of action for damages against every director or officer who signed the director's or officer's circular or amendment.

(3) The provisions of subsection 1 apply *mutatis mutandis* where an issuer bid circular or any notice of change of variation contains a misrepresentation.

(4) No person or company is liable under subsection 1, 2 or 3 if he proves that the offeree had knowledge of the misrepresentation.

(5) No person or company, other than the offeror, is liable under subsection 1, 2 or 3 if he proves,

EXPLANATORY NOTES

The amendment adds amendments to circulars to the documents subject of the provision. The amendment also extends liability for misrepresentation in a directors' circular or in an amendment to such circular to every person who was a director at the time the circular or amendment was signed.

PRESENT SECTION

139. The Lieutenant Governor in Council may make regulations,

8. governing the furnishing of information to the public or to the Commission by a registrant in connection with securities or trades therein;

8a. governing the furnishing of information by a registrant or class of registrants to a person or company recognized by the Commission and governing the payment of fees with respect thereto;

14. prescribing the fees payable to the Commission including fees for filing, fees upon applications for registration, fees in respect of audits made by the Commission and other fees in connection with the administration of this Act and the regulations;

AMENDED SECTION

8b. prescribing the form and content of the financial statements to be provided the customer of a registered dealer under section 41.

14. prescribing the fees payable to the Commission including fees for filing, fees upon applications for registration, fees in respect of audits and investigations ordered by the Commission and other fees in connection with the administration of this Act and the regulations;

EXPLANATORY NOTES

The amendment creates two new regulation-making powers consequent on the amendments to subsection 10 of section 11 and to section 41.

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ISSN 0030-3100
No. 47/80



10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 12TH DECEMBER, 1980

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

- | | |
|------------|---|
| NOTICE I | RE: PROPOSED AMENDMENT;
NATIONAL POLICY NO. 9,
SUPPLEMENT "X-1", WEEKLY
SUMMARY, 14TH NOVEMBER, 1980 |
| NOTICE II | STATISTICS OF FILINGS 1979/80 -
OCTOBER 1980 |
| NOTICE III | STATISTICS OF FILINGS 1979/80 -
NOVEMBER 1980 |
| NOTICE IV | DISCLOSURE SECTION - COMPARATIVE
STATISTICAL REPORT OF MATERIAL
FILED FOR MONTH OF NOVEMBER 1980 |
| NOTICE V | DISCLOSURE SECTION - COMPARATIVE
STATISTICAL REPORT OF PRIVATE
PLACEMENTS FILED FOR MONTH OF
NOVEMBER 1980 |

NOTICE I

Re: Proposed Amendment;
National Policy No. 9;
Supplement "X-1" Weekly Summary;
November 14, 1980.

In view of the administrative difficulties facing a number of mutual funds affected by the proposed amendment the Commission withdraws the effective date of "January 1, 1981" and substitutes in its place "the calendar year 1981" so that the actual effective date for any particular fund will be a date in 1981 fixed or selected by the fund.

NOTICE II

STATISTICS OF FILINGS 1979/80

Comparative monthly and cumulative dollar value of financial filings accepted OCTOBER, 1980

	MONTH				(IN \$000'S)				CUMULATIVE	
	1979		1980		1979		1980		1980	
	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt	Equity	Debt
Prospectuses										
Film	18,716	-	14,825	-	58,751	-	43,385	-	43,385	-
Finance	-	-	-	-	-	-	4,000	45,000	4,000	45,000
Industrial	-	-	119,412	60,000	774,004	659,763	2,282,882	837,500	2,282,882	837,500
M.U.R.B.	4,250	-	3,000	-	20,046	-	25,000	-	25,000	-
Natural Resource										
-Mining - Junior	950	-	5,858	-	6,360	-	21,788	-	21,788	-
- Other	-	-	-	-	-	-	11,000	-	11,000	-
-Oil & Gas - Junior	245	-	3,910	-	20,091	-	19,970	-	19,970	-
- Other	9,800	-	3,500	-	231,086	-	235,370	75,000	235,370	75,000
Oil & Gas Program	-	-	-	-	102,600	-	90,000	-	90,000	-
S.B.D.C.	3,840	-	-	-	4,340	-	5,530	-	5,530	-
*Miscellaneous	-	-	-	-	-	-	64,325	-	64,325	-
Sub total	37,801	-	150,505	60,000	1,219,068	694,763	2,803,250	957,500	2,803,250	957,500
Statements of										
Material Facts										
Natural Resource										
-Mining - Junior	2,650	-	600	-	4,475	-	2,150	-	2,150	-
- Other	-	-	-	-	-	-	1,002	-	1,002	-
-Oil & Gas - Junior	400	-	850	-	2,286	-	8,850	-	8,850	-
- Other	-	-	10,601	-	-	-	20,785	-	20,785	-
Sub total	3,050	-	12,051	-	6,761	-	32,737	-	32,737	-
Private Placements										
(F.11 & 19 Sked 1 & 2)	111,360	29,319	116,914	206,629	1,383,042	310,585	1,135,193	1,350,104	1,135,193	1,350,104
(F.12 & 19 Sked 3)	578	-	5,360	480	569,352	71,311	83,068	32,729	83,068	32,729
Sub total	111,938	29,319	122,274	207,109	1,952,394	881,896	1,218,261	1,382,833	1,218,261	1,382,833
Total	152,782	29,319	284,730	267,109	3,178,223	1,576,659	4,054,303	2,340,333	4,054,303	2,340,333

* MINING PROGRAM, TRUST COMPANY

NOTICE III

STATISTICS OF FILINGS 1979/80

Comparative monthly and cumulative dollar value of
financial filings accepted NOVEMBER 30th, 1980

Prospectuses	(in \$000's)					
	MONTH		1979		1980	
	Equity	Debt	Equity	Debt	Equity	Debt
Film	12,360	-	71,111	-	60,355	-
Finance	-	3,000	-	-	44,000	45,000
Industrial	29,670	3,500	803,674	-	2,352,982	837,500
M.U.R.B.	5,500	-	26,496	-	20,500	-
Natural Resource	1,275	-	7,635	-	22,793	-
-Mining - Junior	-	-	-	-	11,000	-
- Other	740	-	21,721	-	33,419	-
-Oil & Gas - Junior	25,000	-	256,096	-	293,370	75,000
- Other	4,000	-	106,600	-	108,000	-
Oil & Gas Program	-	-	4,340	-	5,530	-
S.B.D.C.	-	-	-	-	68,095	-
*Miscellaneous	-	-	-	-	-	-
Sub total	78,595	6,500	1,297,663	701,263	3,028,925	957,500
Statements of Material Facts						
Natural Resource	-	-	4,475	-	3,150	-
-Mining - Junior	-	-	-	-	1,002	-
- Other	975	-	3,261	-	8,950	-
-Oil & Gas - Junior	-	-	-	-	20,785	-
- Other	-	-	-	-	-	-
Sub total	975	-	7,736	-	33,787	-
Private Placements						
(F.11 & 19 Sked 1 & 2)	227,613	75,394	1,610,655	885,979	1,309,359	1,390,267
(F.12 & 19 Sked 3)	1,362	662	570,714	71,973	100,396	32,729
Sub total	228,975	76,056	2,181,369	957,952	1,409,755	1,421,996
Total	308,545	82,556	3,486,768	1,659,215	4,471,467	2,372,496

* CIRCUS, INVESTMENT COMPANY, MINING PROGRAM, TRUST COMPANY

NOTICE IV

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF MATERIAL
FILED FOR MONTH OF NOVEMBER 1980

	<u>1980</u>	<u>1979</u>	<u>January 1 - Nov. 30, 1980</u>	<u>January 1 - Nov. 30, 1979</u>
Insider Trading Reports	1711	1874	19,556	18,082
Annual and Interim Financial Reports	621	583	6,002	4,783
Finance Company Reports	3	14	196	395
Take-Over Circulars	10	4	89	84
Proxy Solicitations and Information Circulars	93	79	1,490	1,312
Miscellaneous Information to Shareholders	951	878	9,091	3,874
Reports of Material Change	53	68	545	68

NOTICE V

DISCLOSURE SECTION
COMPARATIVE STATISTICAL REPORT OF PRIVATE PLACEMENTS
FILED FOR MONTH OF NOVEMBER 1980

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>FORMS 11 AND 19 SCHEDULE 1 AND 2</u>		<u>FORM 11 AND 19 SCHEDULE 1 AND 2</u>	
January 1, 1980 - October 31, 1980	January 1, 1979 - October 31, 1979	473 Reports	\$1,383,041,458.18 Equity
1300 Reports		342 Reports	810,585,047.52 Debt
736 Reports			
November, 1980	November, 1979	80 Reports	227,612,858.00 Equity
189 Reports		43 Reports	75,394,460.41 Debt
174 Reports			
Total to date	Total to date		
1489 Reports	553 Reports		1,610,654,316.18 Equity
910 Reports	385 Reports		885,979,507.93 Debt
			\$2,496,633,824.11

FORMS 12 AND 19 SCHEDULE 3

<u>FORMS 12 AND 19 SCHEDULE 3</u>		<u>FORMS 12 AND 19 SCHEDULE 3</u>	
January 1, 1980 - October 31, 1980	January 1, 1979 - October 31, 1979	141 Reports	\$ 569,351,085.87 Equity
169 Reports		13 Reports	71,310,698.69 Debt
17 Reports			
November, 1980	November, 1979	10 Reports	1,362,279.25 Equity
14 Reports		2 Reports	662,330.00 Debt
-- Report			
Total to date	Total to date		
183 Reports	151 Reports		570,713,365.12 Equity
17 Reports	15 Reports		71,973,028.69 Debt
			\$ 642,686,393.81

CEASE TRADING ORDERS - THE SECURITIES ACT

DATATECH SYSTEMS LTD.
FLAMINGO OILS LIMITED
LOBO MINES & EXPLORATIONS LTD.
MCLEAN FUTURES FUND II

The cease trading order dated 25th November, 1980, with respect to each company was continued 9th December, 1980, pending each company complying with Part XVII of The Securities Act, 1978.

ELKS STORES LIMITED

Upon the Ontario Securities Commission ("Commission") having made a temporary order pursuant to S.123(3) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") on 28th November, 1980, that all trading in the securities of Elk Stores Limited (the "Corporation") cease for fifteen days;

And upon the Corporation having:

- (a) informed the Commission staff that efforts to clarify the financial situation of the Corporation are continuing, and
- (b) consented to the making of this order;

And upon the Commission having formed the opinion that the making of this order is in the public interest;

The Commission ordered pursuant to S.123 of the Act that the said temporary order be and is extended and shall expire on 5th January, 1981, unless extended, varied or rescinded.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURES PROVISIONALLY ENTITLED
"BELLS" AND "UTILITIES"

UPON the application of Robert Cooper Productions Inc. (the "Company") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting Coco Film Productions I Inc. and Robert Cooper Films I Inc. (the "Issuers") from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture films provisionally entitled "Bells" and "Utilities" (the "Films");

AND UPON the Commission being advised that:

Each of the Issuers is a wholly owned subsidiary of the Company, and Cooper Rosenfeld Productions Inc. ("Cooper Rosenfeld") and Rose Consultants Limited ("Rose Consultants") are the principal shareholders of the Company;

Robert Cooper and Rose Consultants will receive fees in relation to the production of the Films;

Robert Cooper, Michael Harrison, Paul Pappas, Michael Levine and Howard Fein are directors of each of the Issuers, (the "Directors"); and

The Company, the Issuers, Cooper Rosenfeld, Rose Consultants, Robert Cooper and the Directors are aware of the importance of compliance by the Issuers and the Company with the requirements of this order applicable to the Issuers and the Company;

AND UPON it appearing to the Commission that:

The Issuers were incorporated for the sole purpose of producing the Films and, on closing will convey certain property in and rights to the Films to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Films, all as described in a draft Film Unitholders' Agreement by and among the Unitholders, the Issuers, the Company and The Canada Trust Company (the "Unitholders' Agreement") annexed to a prospectus, dated December 5, 1980 (the "Prospectus"), certified by the Issuers, filed with the Commission and pertaining to a proposed distribution of the Units; and

The Issuers, pursuant to the Unitholders' Agreement, will be appointed as sole and exclusive agents of the Unitholders to negotiate and enter into agreements for distribution and commercial exploitation of the Films and ancillary rights relating thereto, all upon such terms and conditions as the Issuers in good faith determine to be in the best interests of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Company, the Issuers, Cooper Rosenfeld, Rose Consultants, Robert Cooper and the Directors file with the Commission a compliance undertaking (the "Compliance Undertaking") addressed to the Commission, providing that they jointly and severally undertake to cause the Issuers and the Company to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuers or the Company they jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuers or the Company;
2. The Issuers, forthwith as received, file with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to each Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");

3. The Issuers, on or before March 31 of each calendar year, send sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Films, the proper income and deductions attributable thereto, including
 - (a) in 1981, a copy of the Provisional Certification,
 - (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
 - (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada,

and in every such year an explanation of the relevance of the information for income tax purposes;

4. The Issuers file with the Commission and send to all Unitholders
 - (a) semi-annual interim financial statements for the Films, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Films for any fiscal quarter in which a material change occurs with respect to the Films or either of them and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
5. The Issuers file with the Commission and send to all Unitholders, on or before March 31st of each year, audited annual financial statements for the Films commencing with and for the fiscal year ending December 31, 1981, prepared in accordance with section 77 of the Act;

6. The Board of Directors of the Issuers approves the audited annual financial statements pertaining to the Films and required to be filed pursuant to paragraph 5 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuers duly authorized to signify approval;
7. The Issuers and the Company file with the Commission and send to all Unitholders their respective audited annual financial statements prepared in accordance with section 77 of the Act;
8. The Issuers file with the Commission and send to all Unitholders an information circular pertaining to the Films prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Unitholders' Agreement;
9. The Issuers file with the Commission an annual report pertaining to the Films prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Unitholders' Agreement;
10. The Issuers and the Company comply with the requirements of section 74 of the Act as if each were a reporting issuer;
11. The Issuers issue news releases and file with the Commission material change reports with respect to the Films;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuers as though each of them were a reporting issuer.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"CURTAINS"

UPON the application of Curtains Productions Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "Curtains" (the "Film");

AND UPON the Commission being advised that:

The Issuer is a wholly owned subsidiary of Simcom Limited ("Simcom");

Peter Rice Simpson, Richard Simpson (the "Principals"), Simcom and Simcom International Inc. ("Simcom International") will receive fees in relation to the production and distribution of the Film;

Peter Rice Simpson and Richard Simpson are directors of the Issuer; and

The Principals, Simcom and Simcom International are aware of the importance of compliance by the Issuer with the requirements of this order applicable to the Issuer;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Unitholders' Agreement by and among the Unitholders, the Issuer, Simcom and Guardian Trust Company (the "Unitholders' Agreement") annexed to a prospectus, dated December 4, 1980 (the "Prospectus"), certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

Simcom and Simcom International, pursuant to the Unitholders' Agreement, will be appointed as agents of the Unitholders to negotiate and enter into agreements for distribution and commercial exploitation of the Film and ancillary rights relating thereto, all upon such terms and conditions as they in good faith determine to be in the best interests of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Principals, Simcom and Simcom International file with the Commission a compliance undertaking (the "Compliance Undertaking") addressed to the Commission, providing that they jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer, they jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;
2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. The Issuer, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including

- (a) in 1981, a copy of the Provisional Certification,
- (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
- (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada

and in every such year an explanation of the relevance of the information for income tax purposes;

- 4. The Issuer files with the Commission and, in accordance with the representations made in the Prospectus, gives to all Unitholders with each distribution of revenues a statement as to revenues and expenses relating to such distribution, and at least annually a report describing the distribution of the Film;
- 5. The Issuer files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
- 6. The Issuer files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;

7. The Board of Directors of the Issuer approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
8. The Issuer and Simcom file with the Commission and sends to all Unitholders their respective audited annual financial statements prepared in accordance with section 77 of the Act;
9. The Issuer files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;
10. The Issuer files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
11. The Issuer
 - (a) complies with the requirements of section 74 of the Act as if it were a reporting issuer; and
 - (b) issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting issuer.

IN THE MATTER OF THREE FEATURE LENGTH
MOTION PICTURE FILMS ENTITLED
"DIRTY TRICKS", "HOG WILD" AND "SCANNERS"

UPON the application of Filmplan International Inc. ("Filmplan") to the Ontario Securities Commission (the "Commission") pursuant to Sections 79(b)(iii) and 87(2)(b) of The Securities Act, 1978, S.O. 1978, C.47, as amended (the "Act") for an order exempting it, in part, from the requirements of Parts XVII and XVIII of the Act with respect to an offering of units of ownership in three feature length motion picture films entitled "Dirty Tricks", "Hog Wild" and "Scanners" (collectively the "Films");

AND UPON it appearing that:

1. Filmplan was incorporated for the purpose of producing films, Filmplan produced the Films, and Filmplan conveyed on closing to the Unitholders the property and rights to the Films allocated under the Purchase Agreement;
2. Pursuant to the Purchase Agreement, Filmplan and Montreal Trust Company (the "Trustee") will be appointed as agents of the Unitholders to perform various functions in connection with the Films, their production and exploitation;
3. The Trustee, pursuant to the Purchase Agreement, shall receive and deal with all monies derived from the exploitation of the Films and ancillary rights until December 31, 1983 whereupon Filmplan shall assume the duties of the Trustee; and
4. To grant the within Order would not be prejudicial to the public interest;

IT IS ORDERED, pursuant to Sections 79(b)(iii) and 87(2)(b) of the Act, that Filmplan be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act with respect to matters solely related to the Films, provided that:

1. Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films interim financial statements of the Films in accordance with Sections 76(1) and 78 of the Act;
2. Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films audited annual financial statements of the Films in accordance with Sections 77 and 78 of the Act;

3. The interim financial statements of the Films required to be filed under Section 76(1) of the Act shall be approved by the board of directors of Filmplan and the approval shall be evidenced by the manual or facsimile signature of one director of Filmplan duly authorized to signify the approval;
4. The financial statements of the Films required to be filed under Section 77 of the Act shall be approved by the board of directors of Filmplan and the approval shall be evidenced by the manual or facsimile signatures of two directors of Filmplan duly authorized to signify the approval;
5. With respect to any meeting of the Unitholders called in accordance with the Purchase Agreement, Filmplan shall cause to be filed with the Commission and sent to all Unitholders of the Films an information circular in accordance with Sections 80(1) and 85(1) of the Act;
6. In any year where paragraph 5 does not apply, Filmplan shall cause to be filed with the Commission an annual report in accordance with Section 80(2) of the Act; and
7. Filmplan, in accordance with Section 74 of the Act, shall cause to be issued and filed with the Commission a press release where a material change has occurred in the affairs of the Films or Filmplan and shall cause to be filed with the Commission a material change report.

EXTENDICARE LTD..

Upon the application of Extendicare Ltd. (the "Applicant") to the Ontario Securities Commission (the "Commission") pursuant to S.73 of The Securities Act, S.O. 1978, C.47 as amended (the "Act") for a ruling that the trades in the Common Shares and Class A Shares of the Applicant which were made by circulating to the shareholders of Crown Life Insurance Company an offering circular dated October 27, 1980, and certain information and material further thereto, is not subject to S.24 and S.52 of the Act;

And upon the Commission being satisfied that to do so would not be prejudicial to the public interest;

The Commission ordered pursuant to S.73 of the Act that the following trades were not subject to S.24 and S.52 of the Act:

- i) the circulation by the Applicant to shareholders of Crown Life Insurance Company of the offer and offering circular dated October 27, 1980, and the financial statements and related financial information; and
- ii) the follow-up of the aforesaid offer by Burns Fry Limited and Dominion Securities Limited, as dealer managers on behalf of the Applicant.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"THE GREY FOX"

UPON the application of Grey Fox Pictures Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "The Grey Fox" (the "Film");

AND UPON the Commission being advised that:

The Issuer, Peter O'Brian, David H. Brady and Phillip George Borsos will receive fees in relation to the production of the Film;

Mercury Pictures Inc. ("Mercury") will be appointed as Unitholders' Representative pursuant to the Unitholders' Agreement with responsibility over all aspects of the commercial exploitation of the Film and the administration of the Unitholders' interests therein; and

Phillip George Borsos, David H. Brady and Peter O'Brian are directors of the Issuer and Phillip George Borsos and David H. Brady are directors of Mercury;

Mercury, Peter O'Brian, David H. Brady and Phillip George Borsos are aware of the importance of compliance by the Issuer and Mercury with the requirements of this order applicable to the Issuer and Mercury;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Unitholders' Agreement by and among the Unitholders, the Issuer, Mercury and Guaranty Trust Company of Canada (the "Unitholders' Agreement") annexed to a prospectus, dated December 5, 1980 (the "Prospectus"), certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Issuer, Mercury, Peter O'Brian, David H. Brady and Phillip George Borsos file with the Commission a compliance undertaking addressed to the Commission, providing that they jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer and/or Mercury they jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;
2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. Mercury, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including
 - (a) in 1981, a copy of the Provisional Certification,
 - (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and

- (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada

and in every such year an explanation of the relevance of the information for income tax purposes;

4. Mercury files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
5. Mercury files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;
6. The Board of Directors of Mercury approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
7. The Issuer and Mercury file with the Commission and sends to all Unitholders their respective audited annual financial statements prepared in accordance with section 77 of the Act;
8. Mercury files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;

9. Mercury files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
10. The Issuer complies with the requirements of section 74 of the Act as if they were reporting issuers;
11. Mercury issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting issuer.

IT IS FURTHER ORDERED that the Order of the Commission styled "In The Matter of a Feature Length Motion Picture Film Entitled "The Grey Fox", Grey Fox Pictures Inc. and Mercury Pictures Inc. dated August 14, 1980 be revoked.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"HARRY TRACY - DESPERADO"

UPON the application of Desperado Productions Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "Harry Tracy - Desperado" (the "Film");

AND UPON the Commission being advised that:

Ronald Ivan Cohen and Carolyn Cohen are the sole shareholders of Laradan Management Inc. ("Laradan") which is the sole shareholder of Ronald I. Cohen Productions Inc. and Michael Weinberg and Rosanne Weinberg are the sole shareholders of Lajenro Enterprises Inc. ("Lajenro");

Ronald Ivan Cohen, Carolyn Cohen, Laradan, Michael Weinberg, Rosanne Weinberg and Lajenro (collectively, the "Principals") are individuals and personal service corporations who will directly or indirectly receive fees in relation to the production of the Film;

Ronald I. Cohen Productions (the "Shareholder") is the parent and sole shareholder of the Issuer;

Ronald Ivan Cohen, Michael Weinberg, Abraham Appel and Gordon C. Birney (the "Directors") are the directors of the Issuer; and

The Principals, Shareholder and Directors are aware of the importance of compliance by the Issuer with the requirements of this order applicable to the Issuer;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Subscribers' Agreement by and among the Unitholders, the Issuer and Guardian Trust Company (the "Subscribers' Agreement") annexed to a preliminary prospectus, dated October 21, 1980, certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

The Shareholder, pursuant to the Subscribers' Agreement, will be appointed as sole and exclusive agent of the Unitholders to negotiate and enter into agreements for distribution and commercial exploitation of the Film and ancillary rights relating thereto, all upon such terms and conditions as the Shareholder in good faith determines to be in the best interests of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Principals, Shareholder and Directors file with the Commission a compliance undertaking (the "Compliance Undertaking") addressed to the Commission, providing that the Directors and Shareholder jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer, the Principals, Directors and Shareholder jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;
2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. The Issuer, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including
 - (a) in 1981, a copy of the Provisional Certification,
 - (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
 - (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada and in every such year an explanation of the relevance of the information for income tax purposes;

4. The Issuer files with the Commission and gives to all Unitholders audited annual statements pertaining to contributory sources and allocations of Producers' Share, as defined in the Subscribers' Agreement, and, by appropriate grouping, to the distribution of revenues from the Film to those who participate;
5. The Issuer files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
6. The Issuer files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;
7. The Board of Directors of the Issuer approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
8. The Issuer files with the Commission and sends to all Unitholders audited annual financial statements of the Issuer prepared in accordance with section 77 of the Act;

9. The Issuer files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;
10. The Issuer files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
11. The Issuer
 - (a) complies with the requirements of section 74 of the Act as if it were a reporting issuer; and
 - (b) issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting Issuer.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"MISDEAL"

UPON the application of Misdeal Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "Misdeal" (the "Film");

AND UPON the Commission being advised that:

David Perlmutter ("Perlmutter") is the executive producer of the Film and is the sole shareholder of Quadrant Films Limited ("Quadrant"), Claranton Management Limited ("Claranton") and National Film Finance Corporation ("NFFC");

Quadrant is the sole shareholder of Compass Film Sales Limited ("Compass") and Velvet Film Productions Limited ("Velvet");

Compass is a shareholder of Tangent Corporation;

Michael Manson Lebowitz ("Lebowitz") is the producer of the Film and is the sole shareholder of Michael Lebowitz Incorporated ("MLI");

Lebowitz is the sole director, officer and shareholder of the Issuer;

Quadrant, Claranton, NFFC, Compass, Velvet and Tangent are associates of Perlmutter and MLI is an associate of Lebowitz (collectively, the "Associates");

Perlmutter and Lebowitz, indirectly, and the Associates, directly, are entitled to receive monies and fees in consideration of loans made and services rendered or to be rendered in relation to the Film;

Perlmutter, Lebowitz and the Associates are aware of the importance of compliance by the Issuer with the requirements of this order applicable to the Issuer;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing, will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Unitholders' Agreement by and among the Unitholders, the Issuer, and Quadrant (the "Unitholders' Agreement") annexed to a prospectus, dated November 24, 1980, certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

Tangent, pursuant to an agreement, dated June 18, 1980, between the Issuer and Tangent has been appointed as sales agent of the Unitholders to negotiate and enter into agreements for distribution and licensing of the Film and ancillary rights relating thereto, and generally to exploit the Film throughout the world promptly and to the best commercial advantage of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. Perlmutter, Lebowitz and each of the Associates file with the Commission a compliance undertaking (the "Compliance Undertaking") addressed to the Commission, providing that they jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer, they jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;

2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. The Issuer, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including
 - (a) in 1981, a copy of the Provisional Certification,
 - (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
 - (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canadaand in every such year an explanation of the relevance of the information for income tax purposes;
4. The Issuer files with the Commission and in accordance with the terms of the Unitholders' Agreement gives to all Unitholders quarterly and audited annual statements pertaining to contributory sources and allocations of Producers' Gross, as defined in the Unitholders' Agreement, and, by appropriate grouping, to the distribution of Producers' Gross from the Film to those who participate;

5. The Issuer files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
6. The Issuer files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;
7. The Board of Directors of the Issuer approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
8. The Issuer files with the Commission and sends to all Unitholders audited annual financial statements of the Issuer prepared in accordance with section 77 of the Act;
9. The Issuer files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;

10. The Issuer files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
11. The Issuer
 - (a) complies with the requirements of section 74 of the Act as if it were a reporting issuer; and
 - (b) issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting issuer.

IN THE MATTER OF THE FEATURE LENGTH
MOTION PICTURE PROVISIONALLY ENTITLED
"TICKET TO HEAVEN"

UPON the application of Stalker Productions Inc. (the "Issuer") to the Ontario Securities Commission (the "Commission") pursuant to sections 79(b)(iii) and 87(2)(b) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from the requirements of Parts XVII and XVIII of the Act with respect to the feature length motion picture film provisionally entitled "Ticket to Heaven" (the "Film");

AND UPON the Commission being advised that:

Ronald Ivan Cohen and Carolyn Cohen are the sole shareholders of Laradan Management Inc. ("Laradan") which is the sole shareholder of Ronald I. Cohen Productions Inc. ("Productions") and Vivienne Leebosh ("Leebosh") and Ralph L. Thomas ("Thomas") are the sole shareholders of Arara Films Limited ("Arara");

Ronald Ivan Cohen, Carolyn Cohen, Laradan, Productions, Leebosh, Thomas and Arara (collectively, the "Principals") are individuals and personal service corporations who will directly or indirectly receive fees in relation to the production of the Film;

Productions and Arara (the "Shareholders") are the sole shareholders of the Issuer;

Ronald Ivan Cohen, Leebosh, Abraham Appel and Michael Weinberg are the directors (the "Directors") of the Issuer; and

The Principals, Shareholders and Directors are aware of the importance of compliance by the Issuer with the requirements of this order applicable to the Issuer;

AND UPON it appearing to the Commission that:

The Issuer was incorporated for the sole purpose of producing the Film and, on closing will convey certain property in and rights to the Film to purchasers (the "Unitholders") of units of undivided co-ownership interest (the "Units") in the Film, all as described in a draft Subscribers' Agreement by and among the Unitholders, the Issuer and Guardian Trust Company (the "Subscribers' Agreement") annexed to a prospectus, dated November 28, 1980 (the "Prospectus"), certified by the Issuer, filed with the Commission and pertaining to a proposed distribution of the Units; and

Productions, pursuant to the Subscribers' Agreement, will be appointed as sole and exclusive agent of the Unitholders to negotiate and enter into agreements for distribution and commercial exploitation of the Film and ancillary rights relating thereto, all upon such terms and conditions as Productions in good faith determines to be in the best interests of the Unitholders;

AND UPON the Commission being of the opinion that to make this order would not be prejudicial to the public interest and being otherwise satisfied in the circumstances of this particular case that there is adequate justification for so doing;

NOW THEREFORE IT IS ORDERED, pursuant to sections 79(b)(iii) and 87(2)(b) of the Act, that the Issuer be and hereby is exempted from the requirements of Parts XVII and XVIII of the Act subject to the terms and conditions that:

1. The Principals, Shareholders and Directors file with the Commission a compliance undertaking (the "Compliance Undertaking") addressed to the Commission, providing that the Directors and Shareholders jointly and severally undertake to cause the Issuer to comply with the terms and conditions of this order and further providing that, in default of compliance therewith by the Issuer, the Principals, Directors and Shareholders jointly and severally undertake to effect compliance with the terms and conditions of this order applicable to the Issuer;
2. The Issuer, forthwith as received, files with the Commission a copy of the provisional certification (the "Provisional Certification") and a copy of the final certification (the "Final Certification") relating to the Film, each certification as issued by the Secretary of State for Canada in respect of Class 12 of Schedule II of and in accordance with Sections 1104(2) and 1104(10) of the regulations to the Income Tax Act, R.S.C. 1952, C.148, as amended by S.C. 1970.71.72, C.63 and as further amended (the "Income Tax Act");
3. The Issuer, on or before March 31 of each calendar year, sends sufficient information to Unitholders to enable the Unitholders to include on their income tax returns, with respect to their investment in the Film, the proper income and deductions attributable thereto, including

- (a) in 1981, a copy of the Provisional Certification,
- (b) in 1981 and succeeding years, a statement of income and expenses expressed in the aggregate and on a per Unit basis prepared in compliance with the provisions of the Income Tax Act, and
- (c) in 1982, a copy of the Final Certification together with an audited statement of costs of production of the Film as required by the Secretary of State for Canada for purposes of obtaining certification of the Film by the Secretary of State for Canada

and in every such year an explanation of the relevance of the information for income tax purposes;

- 4. The Issuer files with the Commission and gives to all Unitholders audited annual statements pertaining to contributory sources and allocations of Producers' Share, as defined in the Subscribers' Agreement, and, by appropriate grouping, to the distribution of revenues from the Film to those who participate;
- 5. The Issuer files with the Commission and sends to all Unitholders
 - (a) semi-annual interim financial statements for the Film, prepared in accordance with section 76(1) of the Act, commencing with and for the fiscal period ending June 30, 1981; and
 - (b) interim financial statements for the Film for any fiscal quarter in which a material change occurs with respect to the Film and such statements shall be prepared in accordance with section 76(1) of the Act but need not be comparative statements;
- 6. The Issuer files with the Commission and sends to all Unitholders, on or before March 31st of each year, audited annual financial statements pertaining to the Film, commencing with and for the fiscal year ending December 31, 1981, and prepared in accordance with section 77 of the Act;

7. The Board of Directors of the Issuer approves the audited annual financial statements pertaining to the Film and required to be filed pursuant to paragraph 6 of this order and such approval is evidenced by the manual or facsimile signatures of two directors of the Issuer duly authorized to signify approval;
8. The Issuer files with the Commission and sends to all Unitholders audited annual financial statements of the Issuer prepared in accordance with section 77 of the Act;
9. The Issuer files with the Commission and sends to all Unitholders an information circular pertaining to the Film prepared in accordance with section 85(1) of the Act for any year for which a Unitholders' meeting is called in accordance with the Subscribers' Agreement;
10. The Issuer files with the Commission an annual report pertaining to the Film prepared in accordance with section 80(2) of the Act for any year for which a Unitholders' meeting is not called in accordance with the Subscribers' Agreement;
11. The Issuer
 - (a) complies with the requirements of section 74 of the Act as if it were a reporting issuer; and
 - (b) issues news releases and files with the Commission material change reports with respect to the Film;
12. Sections 75 and 131 of the Act apply to the unincorporated association comprised of the Unitholders and to the Issuer as though each of them were a reporting issuer.

TRU-WALL GROUP LIMITED

Upon the application of Tru-Wall Group Limited ("Tru-Wall") to the Ontario Securities Commission ("Commission") pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") for an order exempting it from certain requirements of Part XVII of the Act;

And upon the Commission being of the opinion that to grant this order would not be prejudicial to the public interest and being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

The Commission ordered pursuant to S.79(b)(iii) of the Act that Tru-Wall be and hereby is exempted from the requirements of Part XVII of the Act such that it need not file interim financial statements for the period ended August 31, 1980, and audited annual financial statements for the year ended May 31, 1980, until January 15, 1981.

KELLY-DESMOND MINING CORP. LTD.

Whereas Kelly-Desmond Mining Corp. Ltd. (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

WINWEST OIL & MINING LIMITED

Whereas Winwest Oil & Mining Limited (the "Issuer") has made an application to the Ontario Securities Commission (the "Commission") for an order pursuant to S.79(b)(iii) of The Securities Act, S.O. 1978, c.47, as amended, (the "Act") and Commission Policy 3-36 exempting the Issuer from the requirements of Ss.76 and 78 of the Act, the Deputy Director ordered pursuant to S.79(b)(iii) of the Act that the Issuer be and is exempted from filing with the Commission and sending to the holders of its securities interim financial statements so long as no material change occurs in the circumstances of the Issuer.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

NOTICE OF HEARINGS

RE: BCRIC - KAISER

NOTICE OF HEARING
(Section 124)

To: Robert C. Stanlake
Hein Poulus
Ward P. Popenoe
Ronald E. Adie
Howard E. Cadinha
Hans J. Krutzen
Bent H. Larsen
Gary K. Livingstone
Robert W. MacPhail
Walter J. Riva

(All served individually)

TAKE NOTICE that the Ontario Securities Commission will hold a hearing at its offices on the 6th Floor, 10 Wellesley Street East, Toronto, Ontario on Tuesday the 3rd day of March, 1981 at 10 o'clock in the forenoon (local time), or so soon thereafter as the hearing can be held, to consider whether it would be in the public interest to make an order under section 124 of The Securities Act, 1978, S.O. 1978, c.47, as amended, that any or all of the exemptions contained in section 34 of that Act should not apply to you by reason of the following allegations:

1. that during the months of August and September, 1980 securities of British Columbia Resources Investment Corporation ("BCRIC") and Kaiser Resources Ltd. ("KRL") were listed and posted for trading on The Toronto Stock Exchange, and both companies were reporting issuers in Ontario;
2. that you were an insider of KRL during those months and in a special relationship with KRL;
3. that on September 2, 1980 (August 29, 1980 - Popenoe, Stanlake and Adie) you exercised an option to purchase shares of KRL at a price of \$24.81 (\$25.13 - Poulus) per share with knowledge of a material fact or a proposed material change in the affairs of KRL that you knew or ought reasonably to have known had not been generally disclosed, to wit, that BCRIC had been negotiating the purchase of control of KRL and intended to make an offer for all the outstanding shares of KRL at \$55.00 per share, information that was not publicly disclosed until September 3, 1980;

AND TAKE NOTICE that you may be represented by counsel of your choice at the said hearing;

AND FURTHER TAKE NOTICE that if you fail to attend at the time and place aforesaid the Ontario Securities Commission may proceed in your absence and you will not be entitled to any further notice in the proceedings.

DATED at Toronto this 3rd day of December, 1980.

RE: BCRIC - KAISER - MACMILLAN BLOEDEL

IN THE MATTER OF ROSS O. GLANVILLE AND
FREDERICK CLARK

NOTICE OF HEARING
(Section 124)

TAKE NOTICE that the Ontario Securities Commission will hold a hearing at its offices on the 6th Floor, 10 Wellesley Street East, Toronto, Ontario, on Tuesday the 3rd day of March, 1981, at 2 o'clock in the afternoon (local time), or so soon thereafter as the hearing can be held, to consider whether it would be in the public interest to make an Order under Section 124 of The Securities Act, 1978, S.O. 1978, c. 47, as amended, that any or all of the exemptions contained in Section 34 of that Act should not apply to ROSS O. GLANVILLE ("GLANVILLE") or FREDERICK CLARK ("CLARK") by reason of the following allegations:

1. that during the period June 1, 1980, to September 30, 1980, securities of British Columbia Resources Investment Corporation ("BCRIC"), Kaiser Resources Ltd. ("KRL"), and MacMillan Bloedel Limited ("MB") were listed and posted for trading on the Toronto Stock Exchange, and each company was a reporting issuer in Ontario;
2. that during the same period option contracts for securities of KRL and MB were also listed and posted for trading on the Toronto Stock Exchange;
3. that GLANVILLE was employed during the period as a financial analyst with BCRIC, and as such was in a special relationship with BCRIC and in the ordinary course of business received information concerning issuers

in which BCRIC was considering investing and plans in that regard;

4. in particular, that during the months of June and July, 1980, GLANVILLE was aware that BCRIC was considering the acquisition of a controlling interest in MB, and that during the months of August and September, 1980, BCRIC was considering acquisition of a controlling interest in KRL;

5. that CLARK is GLANVILLE's uncle, and between June 1 and September 30, 1980, CLARK and GLANVILLE had several meetings and discussions on social occasions;

6. that during the period June 23, 1980 to July 23, 1980, CLARK traded a total of 120 option contracts in securities of MB for a profit in excess of \$11,800;

7. that during the period August 27, 1980, to September 17, 1980, CLARK traded a total of 340 option contracts in securities of KRL for a profit in excess of \$446,000;

8. that the information GLANVILLE received regarding the possible acquisition of control of BCRIC of MB and KRL constituted knowledge of material facts or material changes in the affairs of KRL and MB;

9. that from these facts it may be inferred that CLARK purchased and sold securities of KRL and MB on the basis of information obtained directly or indirectly from GLANVILLE before such information was generally disclosed.

AND TAKE NOTICE that GLANVILLE and CLARK may be represented by counsel of their choice at the said hearing;

AND FURTHER TAKE NOTICE that upon the failure of GLANVILLE or CLARK to attend at the time and place aforesaid the Ontario Securities Commission may proceed in their absence and they will not be entitled to any further notice in the proceedings.

DATED at Toronto this 3rd day of December, 1980.

RE: OXFORD DEVELOPMENT - ROYAL TRUSTCO

IN THE MATTER OF OXFORD DEVELOPMENT GROUP LTD.
AND G. DONALD LOVE

NOTICE OF HEARING
(Section 124)

TAKE NOTICE that the Ontario Securities Commission (the "Commission") will hold a hearing pursuant to Section 124(2) of The Securities Act, 1978, S.O. 1978, c. 47, as amended (the "Act"), at its offices on the 6th floor, 10 Wellesley Street East, Toronto, on Tuesday, the 10th day of March, 1981, at 10:00 o'clock in the forenoon, or so soon thereafter as the hearing can be held, to consider whether, in the public interest, it should order pursuant to Section 124(1) of the Act that any or all of the exemptions in Section 34 of the Act do not apply, or upon what terms and conditions such exemptions should continue to apply, to OXFORD DEVELOPMENT GROUP LTD. ("Oxford") and G. DONALD LOVE ("Love"), by reason of the following allegations:

1. Oxford is a body corporate incorporated under the laws of the Province of Alberta and having its head office in Edmonton, Alberta.
2. At all material times, Love was the Chairman of the Board, President and Chief Executive Officer of Oxford, and acted on behalf of Oxford with respect to the transactions herein referred to.
3. Royal Trustco Limited ("Royal Trustco") is a body corporate incorporated under the laws of Canada and having its registered head office in Ottawa, Ontario, and its executive office in Toronto, Ontario. It is a reporting issuer within the meaning of the Act.

4. During the month of September, 1980, Oxford, through its agent, the brokerage firm of Burns Fry Limited in Toronto, Ontario, entered into certain transactions in respect of shares of Royal Trustco, including the purchase on September 2 and 3, 1980, of 1,727,418 Class A Common Shares and 65,249 Series A Preferred Shares of Royal Trustco.

5. As a result of the said purchase of Class A Common Shares of Royal Trustco, Oxford, as of September 3, 1980, became an insider of Royal Trustco, in that it was the beneficial owner of voting securities of Royal Trustco carrying more than 10 per cent of the voting rights attached to all voting securities of Royal Trustco for the time being outstanding.

6. Oxford has not filed with the Commission any insider trading reports disclosing the transactions referred to in paragraph 4 hereof, as required by Part XX of the Act and the Regulation thereunder.

AND TAKE NOTICE that any party to these proceedings may be represented by counsel of his choice at the hearing;

AND TAKE NOTICE that if any party does not attend at this hearing, the Commission may proceed in his absence and he will not be entitled to any further notice in the proceedings.

DATED at Toronto, this *2nd* day of December, 1980.

PROSPECTUSES

"BELLS" AND "UTILITIES"

Final receipt dated December 5, 1980 issued for prospectus dated December 5, 1980 qualifying for sale 1,160 units of undivided interest in two feature-length motion picture films presently entitled "Bells" and "Utilities" at a purchase price of \$10,000 per unit.

Agent: Walwyn Stodgell Cochran Murray Limited

"CURTAINS"

Final receipt dated December 5, 1980 qualifying for sale 370 units of undivided ownership interest in a feature length motion picture film entitled "Curtains" at a price of \$10,000 per unit for net proceeds of \$3,422,500 before deducting expenses of issue.

This issue is not underwritten but is offered on a best efforts basis.

Agents: Pitfield Mackay Ross Limited
Nesbitt Thomson Securities Limited

"THE GREY FOX"

Final receipt dated December 8, 1980 issued for prospectus dated December 4, 1980 qualifying for sale 696 units of undivided ownership interest in a feature-length motion picture provisionally entitled "The Grey Fox" at a purchase price of \$5,000 per unit.

Agent: Yorkton Securities Inc.

HCI HOLDINGS LTD.

Final receipt dated December 4, 1980 issued for prospectus, dated December 4, 1980, qualifying \$12,000,000 of 12% convertible debentures, Series A (unsecured) of HCI Holdings Ltd. for distribution in Ontario at a price of \$100 per debenture plus accrued interest.

The issue is underwritten on a firm basis.

Underwriter: Midland Doherty Limited

HANSON MINERAL EXPLORATION LIMITED

Final receipt issued December 5, 1980, for a prospectus dated November 14, 1980, qualifying for sale in Ontario 600,000 common shares (without par value) at a price of \$.50 per share, to net the company \$.25 per share before expenses of issue. There will also be a secondary offering of 170,000 common shares (without par value) none of the proceeds of which will accrue to the company.

Underwriters: Durham Securities Corporation Ltd.
Norwich Investments Ltd.
Rosmar Corporation Ltd.

LAKE SIDE APARTMENTS - PHASE II

Final receipt dated December 4, 1980 was issued for a prospectus dated December 3, 1980, qualifying for sale 150 units of undivided interest in Lakeside Apartments - Phase II at a price of \$18,000 per unit to net the project \$2,531,250. This issue is not underwritten, but is offered on a best efforts basis.

Sales Agent: Richardson Securities of Canada

LONSDALE APARTMENT PROJECT

Final receipt dated December 5, 1980 issued for a prospectus dated December 3, 1980 qualifying for sale 150 units of undivided interest in a project consisting of 168 rental suites in two apartment buildings for a purchase price of \$14,000 per unit.

The offering is not underwritten but is offered on a best efforts basis.

Agent: Richardson Securities of Canada

MISDEAL INC. RE "MISDEAL" A FEATURE LENGTH FILM

Final receipt dated December 5, 1980 issued for prospectus dated November 24, 1980, qualifying, for distribution in Ontario, 690 units of undivided ownership in a feature-length motion picture film titled "Misdeal", at a subscription price of \$10,000 per unit to raise aggregate proceeds of \$6,900,000 before agent's commission and expenses of issue. The issuer, Misdeal Inc. intends to engage in a continuous offering of the units until the latest date which the units will qualify as interests in a "certified feature production", being the date that is the earlier of July 28, 1981 and the date of first commercial use of the film. The units are not underwritten and are offered on a best efforts basis.

Agent: National Film Finance Corporation

PAGEBROOK-PEEL PROPERTIES PARTNERSHIP

Final receipt issued December 9, 1980 for a prospectus dated December 8, 1980 qualifying for sale 7,640 Limited Partnership units at a price of \$500 per unit to net the Limited Partnership \$3,514,400 before deducting the expenses of the issue. The minimum subscription is 10 units.

This issue is not underwritten, but is offered on a best efforts basis.

Agent: A. E. Ames & Co. Limited

PAGEBROOK-PEEL II PARTNERSHIP

Final receipt was issued December 10, 1980 for a prospectus dated December 9, 1980 qualifying for sale 8,060 Limited Partnership units at a price of \$500 per unit to net the Limited Partnership \$3,707,600 before deducting the expenses of issue. The minimum subscription is 10 units.

This issue is not underwritten, but is offered on a best efforts basis.

Agent: A. E. Ames & Co. Limited

QUEBEC EXPLORERS CORPORATION LTD.

Final receipt was issued December 5, 1980 for a prospectus dated November 28, 1980 qualifying for sale in Ontario through a fixed price offering a maximum 2,000,000 common shares par value \$1 each to net the company before deducting expenses of issue a minimum amount of \$2,500,000.

The offering will be carried out through the facilities of The Montreal Stock Exchange.

Agent: Osler, Wills, Bickel Limited

SAVINGS AND INVESTMENT CORPORATION MUTUAL FUND OF CANADA LTD.

AND

SAVINGS AND INVESTMENT AMERICAN FUND LTD.

Final receipt issued December 10, 1980 for prospectus dated November 16, 1980 offering mutual fund shares at net asset value plus a commission.

Distributors: Savings and Investment Services Ltd. and
Savings and Investment Trust

SHELTER CORPORATION OF CANADA LIMITED IN RESPECT OF
SEVEN EVERGREEN APARTMENTS, A M.U.R.B. PROJECT

Final receipt, dated December 9, 1980 issued for prospectus, dated December 5, 1980, qualifying 200 units of undivided interest in Seven Evergreen Apartments for distribution in Ontario at a price of \$15,000 per unit for aggregate proceeds of \$3,000,000 before agent's commission and expense of issue.

The offering is one to be made on a "best efforts" agency basis.

Agent: Richardson Securities of Canada

TECTONIC ENERGY CORPORATION

Final receipt, dated December 9, 1980, issued for prospectus, dated December 5, 1980, qualifying 700,000 units, each consisting of two common shares and one callable warrant to purchase one common share of Tectonic Energy Corporation, for distribution in Ontario at a price of \$7.50 per unit for aggregate proceeds of \$5,250,000 before underwriting discount and expenses of the issue. The offering is one underwritten on a firm basis.'

Underwriter: R. A. Daly & Company Limited

"TICKET TO HEAVEN"

Final receipt dated December 5, 1980 issued for a prospectus dated November 28, 1980 qualifying for sale 900 units of undivided interest in a feature length motion picture film provisionally entitled "Ticket To Heaven" at a purchase price of \$5,000 per unit to net \$4,140,000 before deduction of the expenses of issue.

This issue is not underwritten but is offered on a best efforts basis.

Agent: Yorkton Securities Inc.

TORONTO DOMINION MORTGAGE FUND

Final receipt dated November 28, 1980 has been issued for a prospectus dated November 26, 1980 offering for sale units of the Fund at the net asset value per unit.

WALKER-HOME OIL LTD.

Preliminary prospectus dated September 5, 1980 withdrawn at the request of the company.

RIGHTS OFFERINGS

GENERAL LEASEHOLDS (SUDBURY) LIMITED

Material relating to a proposed rights offering has been received by and is acceptable to the Commission.

MERIDIAN CONCEPTS LTD.

Material acceptable to the Commission has been received with respect to the proposed rights offering by Meridian Concepts Ltd. of one right for each common share held on the record date. One hundred rights are required to subscribe for seventy additional common shares at \$2.00 per common share.

Subscription Agent: Canada Permanent Trust Company

TRANSFERS WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Resources Limited	The Estate of William J. Hosking	Mrs. Roxie Hosking	5,000
Merkeley Mines Limited	Bache Halsey Stuart Shields Incorporated	Freehling & Co.	20
Merkeley Mines Limited	Joseph F. Breslin & Anna M. Breslin	Gail Brennan	15

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE
AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE
COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUS RECEIVED

DECEMBER 5th, 1980

NOVAMETRIX MEDICAL SYSTEMS INC.

OFFERING 350,000 COMMON SHARES AT A PRICE OF \$12.75 (U.S.)
PER SHARE.

OFFERED THROUGH REGISTERED SECURITIES DEALERS

SECONDARY OFFERING RECEIVED

DECEMBER 9th, 1980

"THE MAGIC SHOW"

SECONDARY ISSUE OF 71 UNITS OF OWNERSHIP IN A MOTION
PICTURE FILM AT A PRICE OF \$5,000 PER UNIT.

AGENT: CINEQUITY INVESTMENTS LIMITED

AMENDMENT RECEIVED

DECEMBER 5th, 1980

"MIDNIGHT MATINEE"

AMENDMENT #2 DATED NOVEMBER 28th, 1980 TO PROSPECTUS
DATED JANUARY 24th, 1980, AS AMENDED MARCH 23th, 1980.

AGENT: NATIONAL FILM FINANCE CORPORATION

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ACTION TRADERS INC.	A B E
AGASSIZ RESOURCES LTD.	C
AGENCY	C
AGNICO-EAGLE MINES LIMITED	E
ALBANY COURT APARTMENTS INC.	B
ALGOMA STEEL CORPORATION LIMITED, THE	E
ALGONQUIN MERCANTILE CORPORATION	C
ANGLO DOMINION GOLD EXPLORATION LIMITED	E
ASAMERA INC.	E
ASBESTOS CORPORATION LIMITED	C
ATLAS YELLOWKNIFE RESOURCES LIMITED	F
AUGDOME CORPORATION LIMITED	E
B P CANADA INC.	E
BANISTER CONTINENTAL LTD.	E
BANK OF BRITISH COLUMBIA	E
BELLE-AIRE RESOURCE EXPLORATIONS LIMITED	E
BISON PETROLEUM & MINERALS LIMITED	C
BLACK PHOTO CORPORATION LIMITED	E
BOMBARDIER INC.	C E
BONANZA OIL & GAS LTD.	C
BOW VALLEY INDUSTRIES LTD.	C E
BRITISH AMERICAN BANK NOTE INC.	C
BRITISH COLUMBIA RESOURCES INVESTMENT CORPORATION	E
BRITISH PETROLEUM COMPANY LIMITED	E
BROOKE BOND FOODS LIMITED	A
BROULAN REEF MINES LIMITED	E
BUDD CANADA INC.	E
CAMPBELL RED LAKE MINES LIMITED	E
CANADA SOUTHERN PETROLEUMS LTD.	E
CANADA TUNGSTEN MINING CORPORATION LIMITED	E
CANADEX RESOURCES LIMITED	E
CANADIAN CABLESYSTEMS LIMITED	E
CANADIAN CORPORATE MANAGEMENT COMPANY LIMITED	E
CANADIAN FOREMOST LTD.	E
CANADIAN GENERAL INVESTMENTS LIMITED	E
CANADIAN IMPERIAL BANK OF COMMERCE	F

CANADIAN LENCOURT MINES LIMITED	E
CANADIAN MANOIR INDUSTRIES LIMITED	E
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CANADIAN PACIFIC LIMITED	E
CANADIAN REALTY INVESTORS	C
CANADIAN RESERVE OIL & GAS LTD.	E
CANADIAN WESTERN NATURAL GAS COMPANY LIMITED	C
CANDEL OIL LTD.	E
CARBREW EXPLORATIONS LIMITED	C
CAWTHRA APARTMENTS LIMITED	C
CELANESE CANADA INC.	E
CENTRAL AND EASTERN TRUST COMPANY	E
CHIEFTAIN DEVELOPMENT CO. LTD.	E
CIRCLE OF TWO	E
CITIES SERVICE COMPANY	E
CLARION PETROLEUMS LTD.	C
CME RESOURCES INC.	E
COIN LAKE GOLD MINES LTD.	E
COMMERCIAL FINANCE CORPORATION LIMITED	C
COMMERCIAL OIL AND GAS LTD.	E
COMPUTALOG GEARHART LTD.	E F
CONSOLIDATED COMPUTER INC.	C
CONSOLIDATED LOUANNA GOLD MINES LTD.	F
CONSOLIDATED SUMMIT MINES LTD.	E
CONSUMERS DISTRIBUTING COMPANY LIMITED	E
CONTINENTAL GROUP INC., THE	E
COPCONDA RESOURCES INC.	E F
CRAIGMONT MINES LIMITED	C
DALE-ROSS HOLDINGS LTD.	C
DALMYS (CANADA) LIMITED	E
DAON DEVELOPMENT CORPORATION	E
DATALINE SYSTEMS LIMITED	C
DAYTON-PORCUPINE MINES LIMITED	C
DELHI PACIFIC MINES LIMITED	B C
DOME MINES LIMITED	E
DOMINION BRIDGE COMPANY LIMITED	E
DOMINION TEXTILE INC.	E
DOMINION-SCOTTISH INVESTMENTS LTD.	A B
DOMTAR INC.	E
DYNAMAR ENERGY LIMITED	E
ELKS STORES LIMITED	E F
ENERGY & PRECIOUS METALS INC.	E
ENSERCH CORPORATION	C
ETHYL CORPORATION	E
EXROY RESOURCES LTD.	C
EXTENDICARE LTD.	F
FALCONBRIDGE NICKEL MINES LIMITED	E
FIRST CITY FINANCIAL CORPORATION LTD.	E
FIRST CITY TRUST COMPANY	E E
FIRST HELLO	C
FRANCANA OIL & GAS LTD.	C
GASCOME OILS LTD.	E
GENERAL AMERICAN PROPERTIES INC.	E

GENSTAR LIMITED	E
GLENCAIR MINING COMPANY LIMITED	E
GLOBAL COMMUNICATIONS LIMITED	E
GOLDLUND MINES LIMITED	E
GOWGANDA SILVER MINES LIMITED	C
GRAFTON GROUP LIMITED	E
GREAT LAKES SILVER HOLDINGS LIMITED	A B C
GULF CANADA LIMITED	E
H.C.I. HOLDINGS LIMITED	A B
HALIFAX DEVELOPMENTS LIMITED	E F
HAYES-DANA INC.	E
HEADWAY CORPORATION LIMITED	C
HERITAGE GROUP INC., THE	E
HIGHFIELD PROPERTY INVESTMENTS LTD.	C
HIRAM WALKER-CONSUMERS HOME LTD.	E
HOLMER GOLD MINES LIMITED	C
HUDSON'S BAY OIL AND GAS COMPANY LIMITED	E
HUDSON'S BAY COMPANY	E
HUGH-PAM PORCUPINE MINES LIMITED	E
HUGHES TOOL COMPANY	E
HYDROCARBON 1979 EXPLORATION PROGRAM	C
I A C LIMITED	E
IMASCO LIMITED	C
IMPERIAL GENERAL PROPERTIES LIMITED	E
INTER-PROVINCIAL DIVERSIFIED HOLDINGS LIMITED	C
INTER-ROCK OIL COMPANY OF CANADA LIMITED	C
INVESTORS INTERNATIONAL MUTUAL FUND LTD.	A B
IVACO LTD.	E
JANNOCK LIMITED	E
JOHN LABATT LIMITED	E
JOUTEL RESOURCES LIMITED	E
K-TEL INTERNATIONAL, INC.	B
KAISER RESOURCES LTD.	E
KAMLO GOLD MINES LIMITED	C
KAPPA INVESTMENTS LIMITED	A
KELLY DOUGLAS & COMPANY LIMITED	C
KENARTHA OIL AND GAS COMPANY LIMITED	B
KRISTIANSEN CYCLE ENGINES LTD.	C
LAKE SHORE MINES LIMITED	E
LASSITER KUMA OILS LTD.	B C
LAVA CAP RESOURCES LTD.	C E
LAWSON & JONES LIMITED	E
LES MINES EST-MALARTIC LTEE	E
LIBERIAN IRON ORE LIMITED	C
LITTLE LONG LAC GOLD MINES LIMITED	E
LOBLAWS LIMITED	C E
LOCHIEL EXPLORATION LTD.	B
LONGFORD EQUIPMENT INTERNATIONAL LIMITED	E
LOUISBURG PROPERTY HOLDINGS LIMITED	C
M W RESOURCES LIMITED	E
MACLEAN-HUNTER LIMITED	B
MAHER INC.	C
MAISLIN INDUSTRIES LTD.	C
MANITOU-BARVUE MINES LIMITED	C

MARKS & SPENCER CANADA INC.	E
McADAM MINING CORPORATION LIMITED	E
McGRAW-HILL RYERSON LIMITED	E
MERCANTILE BANK OF CANADA, THE	B
MERIDIAN CONCEPTS LTD.	C
MERLAND EXPLORATIONS LIMITED	C E
METROPOLITAN STORES OF CANADA LIMITED	E
MIDLAND NICKEL CORPORATION LIMITED	E
MR. PATMAN	E
MIDPINES EXPLORATIONS INC.	C
MINERAL RESOURCES INTERNATIONAL LIMITED	E
MIRADO NICKEL MINES LIMITED	E
MITEL CORPORATION	E
MOBIL CORPORATION	E
MOFFAT COMMUNICATIONS LIMITED	B
MOLCO INDUSTRIES LIMITED	C
MONARCH INVESTMENTS LIMITED	E
MONCRIEFF URANIUM MINES LIMITED	F
MOUNT PLEASANT MINES LTD.	C
MUSCOCHO EXPLORATIONS LIMITED	C
N R D MINING LTD.	C E
NAHANNI MINES LIMITED	E
NATIONAL BANK OF CANADA	E
NATIONAL IRON RESOURCES LIMITED	F
NATIONAL PETROLEUM CORPORATION LIMITED	C
NATIONAL SEA PRODUCTS LIMITED	F
NATIONAL TRUST COMPANY, LIMITED	A E F
NEW LORIE MINES LIMITED	E F
NEW TEXMONT EXPLORATIONS LIMITED	C
NIMROD RESOURCES LTD.	E
NOR-ACME GOLD MINES LIMITED	E F
NORLEX MINES LIMITED	E
NORTHERN AND CENTRAL GAS CORPORATION LIMITED	B
NORTHERN TELECOM LIMITED	E
NORTHGATE EXPLORATION LIMITED	C E
NORTHUMBERLAND MINES LIMITED	E
NOVA SCOTIA SAVINGS & LOAN COMPANY	B
NOVA, AN ALBERTA CORPORATION	C E
NU-WEST GROUP LIMITED	C
OCEANIC IRON ORE OF CANADA LIMITED	E
OKANAGAN HELICOPTERS LTD.	E
OSHAWA GROUP LIMITED, THE	C
PACIFIC COPPER MINES LTD.	C E
PACO CORPORATION OF CANADA LIMITED	A B
PAGURIAN CORPORATION LIMITED, THE	C
PAN CENTRAL EXPLORATIONS LIMITED	E
PARQUET RESOURCES INC.	E
PATHWAY FOOD INDUSTRIES LIMITED	A
PE BEN OILFIELD SERVICES LTD.	C
PELANGIO-LARDER MINES LIMITED	C
PETROTECH, INC.	C E
PEYTO OILS LTD.	C E
PHILLIPS PETROLEUM COMPANY	E
PHOENIX CANADA OIL COMPANY LIMITED	E

PLUMBING MART CORPORATION	C
POP SHOPPES INTERNATIONAL INC.	C
PREMIER COMMUNICATIONS LIMITED	A
PROVIDENT STOCK FUND LTD.	A
Q.M.G. HOLDINGS INC.	E
QUADRANT FILM INVESTORS 1978-A	E
QUASAR PETROLEUM LTD.	C
QUEBEC EXPLORERS CORPORATION LTD.	C
REAL PROPERTY TRUST OF CANADA, THE	C E
REALCAP HOLDINGS LIMITED	E
REDPATH INDUSTRIES LIMITED	E
REVENUE PROPERTIES COMPANY LIMITED	E F
REXWOOD PRODUCTS LIMITED	C
ROXMARK MINES LIMITED	B
ROYAL BANK OF CANADA, THE	A E
RUSSEL HUGH INC.	E F
SCINTILORE EXPLORATIONS LIMITED	C
SEAGRAM COMPANY LTD., THE	E
SELKIRK COMMUNICATIONS LIMITED	E
SHAW INDUSTRIES LTD.	E
SHAWNEE PETROLEUMS LIMITED	C
SHERITT GORDON MINES LIMITED	E
SIFTON PROPERTIES LIMITED	C
SIGMA MINES (QUEBEC) LIMITED	E
SIMPSON-SEARS LIMITED	C
SONOR INVESTMENTS LIMITED	E
SPAR AEROSPACE LIMITED	C E
SPINDLE TOP ENERGY & RESOURCES INC.	E
ST. LAWRENCE CEMENT CO.	C
STAIRS EXPLORATION & MINING COMPANY LIMITED	A B C
STANDARD TRUST COMPANY	C
STARRATT NICKEL MINES LIMITED	C
STRAND OIL & GAS LTD.	E
SUDBURY CONTACT MINES LIMITED	C
SULLICO RESOURCES LTD.	E
SUNBURST EXPLORATION LIMITED	E
SUNCOR INC.	E
SUPERIOR ACCEPTANCE CORPORATION LIMITED	E
SYSTEMHOUSE LTD.	E
T D REALTY INVESTMENTS	E
TALCORP ASSOCIATES LIMITED	E
TELE-METROPOLE INC.	A
TENNECO INC.	C
TEXCAN ENERGY & RESOURCES INC.	E
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	C
TORONTO SUN PUBLISHING CORPORATION, THE	C
TORONTO-DOMINION BANK	E
TORSTAR CORPORATION	E
TRADERS GROUP LIMITED	C
TRANS MOUNTAIN PIPE LINE COMPANY LIMITED	E
TRANS-CANADA RESOURCES LTD.	B
TRANSCANADA PIPELINES LIMITED	E
TRANSCONTINENTAL RESOURCES LIMITED	C

TRIZEC CORPORATION LTD.	E
TURBO RESOURCES LIMITED	E
TWIN RICHFIELD OILS LTD.	C
U A P INC.	C
UNICORP FINANCIAL CORPORATION	E
UNION CARBIDE CANADA LIMITED	E
UNION GAS LIMITED	E
UNITED ACCUMULATIVE FUND LTD.	A B
UNITED CANSO OIL & GAS LTD.	E
UNIVERSAL SECTIONS LIMITED	C
VAN derHOUT ASSOCIATES LIMITED	E
VS SERVICES LTD.	E
WAINOCO 80 CANADA	E
WAINOCO OIL CORPORATION	C
WAJAX LIMITED	E
WARRINGTON PRODUCTS LIMITED	E
WESTERN MINES LIMITED	E
WESTERN RESOURCES MINERALS LIMITED	C
WESTFIELD MINERALS LIMITED	C
WILANOUR RESOURCES LIMITED	E
WILCO MINING COMPANY LIMITED	C
WIN-ELDRICH MINES LIMITED	E
WORLDWIDE ENERGY CORPORATION	E
YVANEX DEVELOPMENTS LIMITED	C E
ZELLER'S LIMITED	E
AURORA ENERGY FUND LTD.	E
BM-RT LTD.	C
BANK OF CANADA	E
BENEFICIAL FINANCE CO. OF CANADA	C
CANADIAN ACCEPTANCE CORPORATION LIMITED	C
CANADIAN VENTURE CAPITAL CORPORATION	E
CANAM MANAC INC.	D
CANTOL LIMITED	A
CHRYSLER CREDIT CANADA LTD.	C
CREDIT INDUSTRIEL DESJARDINS INC.	C
DAVIS KEAYS MINING CO. LTD.	C
EL-PASO COMPANY, THE	C
GATX EQUIPMENT LEASING LTD.	C
GATX LEASING NATIONAL LTD.	C
GENERAL MOTORS ACCEPTANCE CORPORATION OF CANADA, LIMITED	C
HECATE GOLD CORPORATION	C
IOWA SOUTHERN UTILITIES COMPANY	C
LENCOURT MINES LTD.	E
RENABIE MINES LIMITED	E
RENAISSANCE RESOURCES LTD.	E
STAMPEDE INTERNATIONAL RESOURCES LIMITED	C
SJNGATE RESOURCES LTD.	C
SUNMIST ENERGY RESOURCES LIMITED	C
SYNCRUDE CANADA LTD.	E
T.D.R.I. LIMITED	E
TECK EXPLORATIONS LIMITED	E
TRADERS GROUP LIMITED	C

TRIO-ARCHEAN DEVELOPMENTS INC.	F
UNITED DOMINIONS CORPORATION (CANADA) LIMITED	C
VILLENEUVE RESOURCES LTD.	C
YORK STEEL CONSTRUCTION LTD.	E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Dec. 3, 1980	Canadian Co-operative Credit Society Limited	Silverwood Industries Limited - Floating Rate Debentures due February 22, 2000	\$ 6,500,000.00	\$ 6,500,000.00
Nov. 24, 1980	Mariner Energy and Minerals Limited	Camel Oil & Gas Limited - Common Shares	9.45	250,000 shrs
Dec. 1, 1980	Cessland Corporation Limited	Augdome Corporation Limited - Common Shares	2.00	75,000 "
Dec. 2, 1980		Victoria and Grey Trust Company 14% Series "G" Subordinated Note due December 1985	5,000,000.00	\$ 5,000,000.00
Nov. 6, 1980	398737 Ontario Limited	Burning Star Enterprises Limited Partnership - Units	500.00	65 units
Nov. 6, 1980	Arachnae Management Limited	"	500.00	65 "
Nov. 6, 1980	"	"	500.00	25 "
Nov. 6, 1980	Earl David Myers	"	500.00	11 "
Nov. 6, 1980	"	"	1.00	11 "
Nov. 6, 1980	Marilyn Elizabeth Berger	"	500.00	10 "
Nov. 6, 1980	"	"	1.00	10 "
Nov. 6, 1980	Karl Foerster	"	500.00	25 "
Nov. 6, 1980	James F. Kay	"	500.00	50 "
Oct. 24, 1980		Longford Equipment International Limited - 14½% Fixed and Floating Charge 5 Year Debenture	550,000.00	\$ 550,000.00
Dec. 3, 1980	Gordon R. Petursson	Century Energy Corp. Ltd. - Common Shares	.50	20,000 shrs

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 27, 1980	The Canada Life Assurance Company	St. Laurent Shopping Centre Limited - 13% General Mortgage Bond Series "B"	\$ 1,500,000.00	\$ 1,500,000.00
Nov. 26, 1980	Halifax Development Holding Limited	Nova Scotia Savings & Loan Company - Common Shares	13.00	168,000 shrs
Dec. 2, 1980		Kinross Mortgage Corporation - 13% Commerce Guaranteed-Investment Certificate due December 2, 1985	5,000,000.00	5,000,000.00
Nov. 25, 1980	Dr. Layne Boivin	Tamarack East - Units	78,450.00	1B unit
Nov. 25, 1980	Dr. David Brown	"	69,650.00	2A unit
Nov. 25, 1980	Dr. David John Charters	"	78,450.00	2B "
Nov. 25, 1980	Dr. Richard Cole	"	69,650.00	2A "
Nov. 25, 1980	Dr. Christopher Cones	"	78,450.00	1B unit
Nov. 25, 1980	Dr. Guy Cousineau	"	69,650.00	2A unit
Nov. 25, 1980	Dr. George D'Onofrio	"	78,450.00	1B unit
Nov. 25, 1980	Mr. Lloyd C. Dawbon	"	69,650.00	1A "
Nov. 25, 1980	Dr. Brian Fagan	"	78,450.00	1A "
Nov. 25, 1980	Dr. Murray Kent Fisk	"	78,450.00	1B "
Nov. 25, 1980	Dr. David B. Fraser	"	78,450.00	1B "
Nov. 25, 1980	Dr. Gamal Haroun	"	69,650.00	2A unit
			78,450.00	2B "
Nov. 25, 1980	Mr. Lou Hollander	"	78,450.00	2B "
Nov. 25, 1980	Dr. Malcom Jackson	"	69,650.00	1A unit
Nov. 25, 1980	Mr. Mark Kellow	"	78,450.00	1B "
Nov. 25, 1980	Dr. Paul Latour	"	69,650.00	1A "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 25, 1980	Dr. Kevin Leung	Tamarack East - Units	\$ 69,650.00	2A units
			78,450.00	2B "
Nov. 25, 1980	Dr. Alan J. Lister	"	69,650.00	1A unit
Nov. 25, 1980	Dr. William Love	"	69,650.00	1A "
			78,450.00	1B "
Nov. 25, 1980	Dr. Eoin David MacCallum	"	78,450.00	2B units
Nov. 25, 1980	Dr. Thomas Mathe	"	78,450.00	1B unit
Nov. 25, 1980	Mr. J. Laurence McCloy	"	69,650.00	4A units
			78,450.00	2B "
Nov. 25, 1980	Dr. George Nemec	"	78,450.00	1B unit
Nov. 25, 1980	Dr. Thomas Orr	"	69,650.00	1A "
			78,450.00	1B "
Nov. 25, 1980	Dr. John Palmer	"	69,650.00	1A "
			78,450.00	1B "
Nov. 25, 1980	Dr. Ronald Walter Peterson	"	69,650.00	1A "
Nov. 25, 1980	Dr. Kerri Robertson	"	69,650.00	2A units
Nov. 25, 1980	Dr. J. Graham Robinson	"	69,650.00	1A unit
			78,450.00	2B units
Nov. 25, 1980	Dr. Joe Roncaioli	"	69,650.00	2A "
			78,450.00	2B "
Nov. 25, 1980	Mr. Raymond Royer	"	78,450.00	1B unit
Nov. 25, 1980	Dr. Warren W.E. Schroeder	"	69,650.00	1A "
Nov. 25, 1980	Dr. Gordon Wm. Schwan	"	69,650.00	1A "
			78,450.00	1B "
Nov. 25, 1980	Dr. Richard A. Seeley	"	78,450.00	1B "
Nov. 25, 1980	Mr. Ross E. Siemms	"	69,650.00	1A "
Nov. 25, 1980	Mr. Robert L. Silverthorne	"	69,650.00	1A "

Transaction Date	Purchaser	Security	Price	Amount
Nov. 25, 1980	Dr. David Simmonds	Tamarack East - Units	\$ 78,450.00	2B units
Nov. 25, 1980	Dr. Peter Sokoloski	"	78,450.00	1B unit
Nov. 25, 1980	Dr. Donna Stern	"	69,650.00	1A "
Nov. 25, 1980	Mr. Gerald Dudley Sutton	"	78,450.00	3B units
Nov. 25, 1980	Dr. M. Steven Tritt	"	78,450.00	1B unit
Dec. 1, 1980		Citicorp Ltd. - Medium Term Promissory Note 13 7/8% due December 1, 1985	1,000,000.00	\$ 1,000,000.00
Dec. 1, 1980		"	5,500,000.00	5,500,000.00
Oct. 16, 1980	Donald Johnson	Refresco Ltd. - Units consisting of 1 Common Share and 5.98 Preference Share	22.02	3,700 units
Dec. 8, 1980	The International Stud Farms Inc.	Woodsreef Minerals Ltd. - Convertible Debentures due October 31, 1986	230,000.00	\$ 230,000.00
Dec. 8, 1980	Harry Greenberg	"	225,000.00	225,000.00
Dec. 8, 1980	Bristow & Coutts Developments Ltd.	"	100,000.00	100,000.00
Dec. 8, 1980	Lloyd G. Dayus	"	175,000.00	175,000.00
Dec. 8, 1980	Kittor Holding Company Ltd.	"	120,000.00	120,000.00
Dec. 8, 1980	Dr. Joseph Greenberg	"	100,000.00	100,000.00
Dec. 8, 1980	Diviso Financial Services Limited	"	200,000.00	200,000.00
Dec. 8, 1980	Mr. John Dodds	"	100,000.00	100,000.00
Dec. 8, 1980	Mr. Harry Ehrlich	"	100,000.00	100,000.00
Dec. 8, 1980	Mrs. Agnes G. Griffioen	"	100,000.00	100,000.00
Dec. 8, 1980	Dr. I. Keltz	"	100,000.00	100,000.00

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Dec. 8, 1980	Mrs. Livia Pusztai	Woodsreef Minerals Ltd. - Convertible Debentures due October 31, 1986	\$ 100,000.00	\$ 100,000.00
Dec. 8, 1980	Joseph Tanenbaum	"	100,000.00	100,000.00
Dec. 8, 1980	Mr. Lewis B. Taylor	"	100,000.00	100,000.00
Dec. 8, 1980	Mr. John C. Van Esterik	"	100,000.00	100,000.00
Dec. 8, 1980	Mr. James Vroom	"	100,000.00	100,000.00
Dec. 3, 1980	416825 Ontario Limited	Belle Aire Resource Explorations Limited - Common Shares	.20	600,000 shrs
Dec. 3, 1980	Belle Aire Syndicate	"	.20	500,000 "

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 5, 1980- Nov. 24, 1980	Sep. 12, 1979	Ral-Hel & Co.	Pennant Resources Limited - Common Shares	2.92 to 4.40	30,000 shrs
Nov. 21, 1980- Nov. 26, 1980	Sep. 14, 1979	Northcal Investments Limited	Goldale Investments Limited - Class "A" Non-Voting Shares	13.375 to 14.875	12,000 "
Nov. 28, 1980- Dec. 4, 1980	Sep. 14, 1979	"	"	15.25 to 17.00	12,000 "
Nov. 7, 1980	Sep. 14, 1979	United Income Properties Limited	"	10.00	40,000 "
Nov. 25, 1980- Nov. 26, 1980	Apr. 17, 1980	438031 Ontario Limited	MSZ Resources Ltd. - Common Shares	4.25	50,000 "
Nov. 27, 1980- Dec. 2, 1980	July 18, 1979	HCI Holdings Ltd.	Dynamar Energy Limited Common Shares	5.50 to 6.25	100,000 "
Nov. 19, 1980- Nov. 25, 1980	Mar. 4, 1980	Livingston Industries Limited	The Resource Service Group Limited - Common Shares	11.75	25,000 "

NOTICE OF INTENTION TO MAKE AN ISSUER BID - FORM 35

Name of Issuer

Securities

Hudson Bay Company

Up to 150,000 Ordinary Shares

ISSN 0030-3100
No. 48/80



10 Wellesley Street East
Toronto, Ontario
M7A 2H7

ONTARIO SECURITIES COMMISSION

W E E K L Y S U M M A R Y

WEEK ENDING 18TH DECEMBER, 1980.

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

THIS IS THE LAST EDITION OF THE WEEKLY SUMMARY. EFFECTIVE JANUARY 1981 A NEW PUBLICATION ENTITLED "THE O.S.C. BULLETIN" WILL COME INTO EFFECT. THE FIRST EDITION OF THIS NEW PUBLICATION WILL BE PUBLISHED AS OF THE WEEK ENDING JANUARY 9, 1981.

* * *

THE COMMISSION AND ITS STAFF TAKES THIS OPPORTUNITY OF WISHING ITS SUBSCRIBERS THE COMPLIMENTS OF THE SEASON.

* * *

WE DRAW YOUR ATTENTION TO THE FOLLOWING ITEMS:

NOTICE I	BILL 229 AN ACT TO REVISE THE BUSINESS CORPORATIONS ACT
NOTICE II	ONTARIO OVER-THE-COUNTER MARKET SUMMARY OF SHARES TRADED
SUPPLEMENT "X"	DRAFT O.S.C. POLICY "EVERGREEN" (PRELIMINARY) PROSPECTUSES
SUPPLEMENT "X-1"	INTERIM O.S.C. POLICY 3-54 PRIVATE PLACEMENT "PRELIMINARY OFFERING MATERIAL"

N O T I C E I

BILL 229

AN ACT TO REVISE THE BUSINESS CORPORATIONS ACT

The Bill was introduced for First Reading on December 12, 1980.

Copies will be available only through the Ontario Government Bookstore, 880 Bay Street Toronto on and after December 22, 1980, at a cost of \$2.50 per copy.

Benson Howard, Q.C.
Executive Director
Companies Division

N O T I C E I I

ONTARIO OVER-THE-COUNTER MARKET
SUMMARY OF SHARES TRADED

	Month of November		Year-to-Date	
	1980	1979	1980	1979
INDUSTRIAL	3,932,267	874,021	26,448,456	14,705,631
MINING	28,703,475	11,459,609	230,611,325	120,857,899
OIL & GAS	9,138,638	2,011,420	50,523,354	16,720,618
	41,774,380	14,345,050	307,583,135	152,284,148

The dollar value for the foregoing trading is not available.

CEASE TRADING ORDERS - THE SECURITIES ACT

ALLAN R. GOHEEN MORTGAGE FUND

Temporary cease trading order issued
12th December, 1980, in the public interest
for a period of fifteen days.

ALBANY COURT APARTMENTS INC.

The cease trading order dated 24th July, 1980,
and continued 7th August, 1980, was rescinded
15th December, 1980, the company being now
up-to-date with its filings.

GREAT LAKES SILVER HOLDINGS LIMITED

The cease trading order dated 8th March, 1977,
and continued 22nd March, 1977, was rescinded
15th December, 1980, the company being now
up-to-date with its filings.

PAC EXPLORATIONS LIMITED
REDFORD MINES INC.

Temporary cease trading order issued
15th December, 1980, with respect to each
company for failure to make statutory filings.
Statutory hearings 29th December, 1980, at
10.00.a.m.

SPARTON MINING AND DEVELOPMENT LIMITED

The cease trading order dated 9th July, 1979,
and continued 23rd July, 1979, was rescinded
19th December, 1980, the company being now
up-to-date with its filings.

CEASE TRADING ORDERS - THE COMMODITY FUTURES ACT

Nil.

DECISIONS - THE SECURITIES ACT

BATHURST PAPER LIMITED

Upon the application of Bathurst Paper Limited (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Section 117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Policy 3-45;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein; and
- (c) identified the following major subsidiaries and affiliates:

Consolidated-Bathurst Inc.
St. Maurice Holdings Limited
Europa Carton AG

And whereas the Commission pursuant to Section 6 of the Act has assigned to me the power to make an order under Section 117(2)(a)(ii) of the Act;

And upon being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to Section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those directors and senior officers:

- (i) of the subsidiaries and affiliates listed in paragraph (c) above;
- (ii) who do or will receive, in the ordinary course, knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (iii) who are or will be directors and senior officers of any person or company that represents 10% or more of the consolidated assets and/or consolidated sales and operating revenues of the Issuer; or
- (iv) who are or will be also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act;

be and hereby are exempted from the reporting requirements of Sections 102 and 104 of the Act.

THE TORONTO-DOMINION BANK

Upon the application of The Toronto-Dominion Bank (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Section 117(2)(a)(ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Ontario Policy 3-45;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those individuals who are also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes; and
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein;

And whereas the Commission pursuant to Section 6 of the Act has assigned to me the power to make an order under Section 117(2)(a)(ii) of the Act;

And upon being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to Section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those directors and senior officers:

- (i) who do or will receive, in the ordinary course, knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;

- (ii) who are or will be directors or senior officers of any person or company that represents 10% or more of the consolidated assets and/or consolidated sales and operating revenues of the Issuer; or
- (iii) who are or will be also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act;

be and hereby are exempted from the reporting requirements of Sections 102 and 104 of the Act.

CONSOLIDATED-BATHURST INC.

Upon the application of Consolidated-Bathurst Inc. (the "Issuer") to the Ontario Securities Commission ("Commission") pursuant to Section 117(2) (a) (ii) of The Securities Act, S.O. 1978, C.47, as amended (the "Act") and Policy 3-45;

And upon the Issuer having:

- (a) represented that none of the directors and senior officers of the subsidiaries and affiliates of the Issuer, excepting those subsidiaries and affiliates listed in paragraph (c) below and excepting those individuals who are also insiders of the Issuer by virtue of Sections 1(1) (17) (i) or (iii) of the Act, in the ordinary course receives knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (b) undertaken to maintain a continuing review of the facts upon which this application is predicated and to advise the Commission promptly of any relevant change therein; and
- (c) identified the following major subsidiaries and affiliates:
 - Bathurst Paper Limited
 - Europa Carton AG
 - Domglas Inc.
 - Consolidated-Bathurst Newsprint Limited
 - Consolidated Newsprint, Inc.
 - Consolidated-Bathurst Pontiac Limited

And whereas the Commission pursuant to Section 6 of the Act has assigned to me the power to make an order under Section 117(2) (a) (ii) of the Act;

And upon being satisfied in the circumstances of this particular case that there is adequate justification for so doing;

IT IS ORDERED pursuant to Section 117(2)(a)(ii) of the Act that the directors and senior officers of the subsidiaries and affiliates of the Issuer excepting those directors and senior officers:

- (i) of the subsidiaries and affiliates listed in paragraph (c) above;
- (ii) who do or will receive, in the ordinary course, knowledge of material facts or material changes with respect to the Issuer prior to general disclosure of such facts or changes;
- (iii) who are or will be directors and senior officers of any person or company that represents 10% or more of the consolidated assets and/or consolidated sales and operating revenues of the Issuer; or
- (iv) who are or will be also insiders of the Issuer by virtue of Sections 1(1)(17)(i) or (iii) of the Act;

be and hereby are exempted from the reporting requirements of Sections 102 and 104 of the Act.

EXEMPT PURCHASER

OLD CANADA INVESTMENT CORPORATION LIMITED

The Commission granted recognition to Old Canada Investment Corporation Limited as an exempt purchaser under S.34(1)4 of The Securities Act, 1978, for the ensuing twelve months.

LAKE FOREST FUND

UPON the reference by the Director to the Ontario Securities Commission (the "Commission") pursuant to subsection (4) of section 60 of The Securities Act, 1978, C.47, as amended (the "Act") heard on November 28, 1980, for a determination of a material question of public interest raised by a prospectus dated September 15, 1980 for which a preliminary receipt was issued on the same date in respect of 10,000 units of limited partnership interest in Lake Forest Fund, being a partnership organized to engage in trading of futures contracts in commodities; namely the proposed fee structure set out therein;

AND UPON reading the material filed by counsel to the Commission and by counsel to Lake Forest Fund;

AND UPON hearing counsel to the Commission, counsel to Lake Forest Fund, and other interested parties;

AND UPON being satisfied that the proposed fee structure as set out in the said prospectus is not in the public interest;

NOW THEREFORE it is ruled that the Director be and he hereby is instructed to refuse to issue a final receipt for the said prospectus.

DECISIONS - THE COMMODITY FUTURES ACT

Nil.

STATUTORY DISCLOSURE: REPEAT DEFAULTER

The Commission's attention has been directed to the fact that the following reporting issuers have failed on at least two separate occasions to file the information required to be furnished to its shareholders by either The Securities Act or The Business Corporations Act within the time limited by statute and have only done so previously after a notice of default has been issued to it by the Commission.

REDFORD MINES INC.

PROSPECTUSES

CANADIAN ANAESTHETISTS' MUTUAL ACCUMULATING FUND LIMITED

Final receipt issued December 16, 1980 for prospectus dated December 15, 1980 qualifying Class "A" shares to be offered at net asset value.

Distributor: The Canadian Anaesthetists' Mutual
Accumulating Fund Limited

THE CANFUND MILLSTREAM PARTNERSHIP

Final receipt dated December 16, 1980 issued for a prospectus dated December 16, 1980 qualifying for sale 2,200 Limited Partnership units at a price of \$1,000 per unit to net the Limited Partnership \$2,024,000 before deducting the expenses of the issue. The minimum subscription is five units.

Agent: This issue is not underwritten but is offered on a best efforts basis.

Agent: A. E. LePage Commercial Realty Company, a division of A. E. LePage (Ontario) Ltd.

GULF CANADA LIMITED

Preliminary prospectus dated October 10, 1980 has been withdrawn at the request of the company.

HALEY INDUSTRIES LIMITED

Final receipt was issued December 11, 1980 for a prospectus dated December 10, 1980 qualifying for sale in Ontario 1,700,000 shares without par value at \$5.00 per share to net the company \$7,947,500 before deducting expenses of issue.

Underwriter: Bache Halsey Stuart Canada Ltd.

"HARRY TRACY - DESPERADO"

Final receipt was issued December 15, 1980 for a prospectus dated December 10, 1980, qualifying for sale in Ontario 1,668 units of undivided interest in a feature length motion picture film provisionally entitled "Harry Tracy - Desperado" at \$5,000 per unit to net the project \$7,672,800 before deducting expenses of issue.

This issue is not underwritten, but is offered on a best efforts basis.

Agents: Yorkton Securities Inc.

"THE MAGIC SHOW"

Receipt issued December 12, 1980 for final prospectus dated December 5, 1980 qualifying the secondary issue of 71 units of ownership in a motion picture tentatively entitled "The Magic Show". To be offered to the public at \$5,000 per unit.

Agent: Cinequity Investments Limited

PARADISE PLAZA LIMITED PARTNERSHIP

The preliminary prospectus dated October 15, 1980 has been withdrawn at the request of the limited partnership.

PETROCO OF TEXAS, INC.

Final receipt was issued December 10, 1980 for a prospectus dated December 4, 1980 qualifying for sale in Ontario 1,500,000 common shares at a price of \$3.40 per share, to net the company \$4,692,000 before expenses of issue.

Underwriter: Walwyn Stodgell Cochran Murray Limited

PUBLIC STORAGE CANADIAN PROPERTIES III

Final receipt issued December 16, 1980 for prospectus dated December 16, 1980 qualifying for sale in Ontario 1,990 units in a limited partnership with a minimum investment of \$5,000. Price per unit \$1,000. Net proceeds to the partnership will be a minimum of \$1,588,600.

Agents: A. E. Ames & Co. Ltd.

ZELLER'S LIMITED

The preliminary prospectus dated October 27, 1980 of Zeller's Limited has been withdrawn at the request of the company.

RIGHTS OFFERING

ABITIBI ASBESTOS MINING COMPANY LIMITED

At the issuer's request the offering to shareholders has been withdrawn.

TRANSFER WITHIN ESCROW

<u>Company</u>	<u>From</u>	<u>To</u>	<u>Number of Shares</u>
Swansea Gold Mines Inc.	Rosmar Corporation Limited	Leonard J. Cunningham	200,000

OUTSTANDING REQUESTS FOR COMMENTS

(NOTE: All non-confidential submissions are listed below and are available for inspection in the Public Search Area, 7th Floor, 10 Wellesley Street East, Toronto, M7A 2H7).

1. COMMISSION RATE STRUCTURE OF
THE TORONTO STOCK EXCHANGE

Weekly Summary - 28th September, 1979.
Comments closed - 15th November, 1979.

- Mrs. R. K. Meggeson
- Wright Properties Limited
- The Mutual Life Assurance Company of Canada
- Sceptre Investment Counsel Limited
- Elliot & Page Limited
- The Toronto Stock Exchange - Supplemental
Submission

2. DIRECTOR'S REPORT

Weekly Summary - 7th December, 1979.
Comments closed - 29th February, 1980.

- Peat, Marwick, Mitchell & Co.
- The New Brunswick Telephone Company, Limited
- The Toronto Stock Exchange
- Thorne Riddell & Co.

3. DRAFT REGULATIONS -
EARNINGS FORECAST: REQUEST FOR COMMENTS

Weekly Summary - 18th July, 1980.
Comments closed - 26th September, 1980.

- V. P. Alboini
- Price Waterhouse & Co.
- Shell Canada Limited
- R. H. Kidd
- The Canadian Manufacturers' Association
- Bell Canada
- Osler, Hoskin & Harcourt
- Polysar Limited
- Thorne Riddell & Co.
- Investment Dealers Association of Canada

4. DRAFT NATIONAL POLICY -
CERTIFIED FEATURE FILM PRODUCTIONS
AND CERTIFIED SHORT SUBJECTS

Weekly Summary - 31st July, 1980.
Comments closed - 19th September, 1980.

- Public Archives Canada
- Rosenfeld, Malcolmson, Lampkin & Levine
- Rosenfeld, Malcolmson, Lampkin & Levine
- G. Chalmers Adams
- Astral Bellevue Pathe Ltd.
- Nielsen-Ferns International
- Goodman & Goodman
- Arthur Birnbaum
- Silverscreen International Limited
- Motion Picture Guarantors Inc.
- Canadian Association of Motion Picture Producers
- Havrlant Robinson Bateman
- Canadian Film Development Corporation
- Maud Gagne
- Nesbitt Thomson
- Tele-Metropole International Inc.

5. NON-VOTING SECURITIES:
THE TORONTO STOCK EXCHANGE REQUEST
FOR COMMENTS

Weekly Summary - 10th October, 1980.
Comments closed - 15th December, 1980.

- MDS Health Group Limited
- The Standard Life Assurance Company
- A. E. Ames & Co. Limited
- Harris Steel Group Inc.
- Extendicare Ltd.
- Nova an Alberta Corporation
- Power Corporation of Canada
- Beutel Goodman & Company Ltd.
- The Canadian Bankers' Association
- Investment Dealers Association of Canada

6. DRAFT OSC POLICY 3-47,
"DISTRIBUTIONS" - FROM ONTARIO OUT OF JURISDICTION
- INTO ONTARIO FROM OUT OF JURISDICTION

Weekly Summary - 10th October, 1980.
Weekly Summary - 5th December, 1980.
Comments close - 28th February, 1981.

7. INTERIM OSC POLICY NO. 3-48,
MANAGEMENT'S REPORT DISCLOSING
CONTINGENCIES IN FINANCIAL STATEMENTS

Weekly Summary - 17th October, 1980.
Weekly Summary - 14th November, 1980.
Comments close - 31st December, 1980.

- S. B. McLaughlin Associates Limited
- CCL Industries Inc.
- Polysar Limited
- Peat, Marwick, Mitchell & Co.
- Goodman & Goodman
- Price Waterhouse & Co.
- George Weston Limited
- Investment Dealers Association of Canada
- Nova an Alberta Corporation
- Shell Canada Limited

8. PROPOSED AMENDMENT:
NATIONAL POLICY NO. 9,
MUTUAL FUNDS - FORWARD PRICING,
SALES AND REDEMPTIONS

Weekly Summary - 14th November, 1980.
Comments closed - 5th December, 1980.

NOTE: See Notice I to Weekly Summary, Week Ending
12th December, 1980.

- Trust Companies Association of Canada
- Hodgson Robertson Laing Limited
- Moss, Lawson & Co. Limited
- The Investment Funds Institute of Canada
- Guardian Trust Company
- Canadian Anaesthetists Mutual Accumulating
Fund Limited
- Victor P. Alboini
- Indusmin Limited
- McLean, Budden Limited
- Trust General du Canada
- Investors Syndicate Limited

9. INTERIM OSC POLICY NO. 3-51,
(SUPPLEMENTING UNIFORM ACT POLICY 2-05)
RIGHTS OFFERINGS: STAND-BY UNDERWRITING
OR OPTIONS TO PRINCIPAL SECURITYHOLDERS

Weekly Summary - 21st November, 1980.
Comments close - 31st January, 1981.

10. INTERIM OSC POLICY NO. 3-52,
BUSINESS AND ASSET COMBINATIONS:
SHAREHOLDERS' APPROVAL: MAJORITY
OF THE MINORITY TEST

Weekly Summary - 21st November, 1980.
Comments close - 31st January, 1981.

11. OSC INTERIM POLICY NO. 3-53,
JOINT HEARINGS WITH OTHER PROVINCIAL
ADMINISTRATORS - CONDITIONS PRECEDENT
AND COSTS

Weekly Summary - 21st November, 1980.
Comments close - 16th January, 1981.

12. THE COMMODITY FUTURES ACT, 1978
REVISIONS TO THE COMMODITY
CONCENTRATION FACTORS

Weekly Summary - 5th December, 1980.
Comments close - 16th January, 1981.

13. DRAFT PROPOSED AMENDMENTS
TO THE SECURITIES ACT

Weekly Summary - 5th December, 1980.
Comments close - 16th January, 1981.

- Manitoba Securities Commission
- Siegal, Fogler

FOOTNOTE:

The Commission recognizes that it may sometimes be necessary for persons making a written submission in response to a request for comments to request that it be treated as confidential. For example, it may contain sensitive statistical information. However, the Commission hopes that requests for confidentiality will be restricted, for example by including confidential information in a separate submission or schedule and limiting the request to that separate document. Further, the Commission wishes it understood that it will take into account the unwillingness of the person concerned to make a submission available for public debate in determining what weight should be attached to the arguments advanced. Of course, other considerations may apply where the submissions are made in connection with a disciplinary or other proceeding of a quasi-judicial nature.

- PART B -

THE MATERIAL IN PART B IS PUBLISHED AS A CONVENIENCE AND IS NOT TO BE CONSTRUED AS A REPRESENTATION BY THE COMMISSION WITH REGARD TO THE FACTS THEREIN

PRELIMINARY PROSPECTUSES RECEIVED

DECEMBER 12th, 1980

THE COUNSEL REAL ESTATE TRUST

OFFERING CLASS A AND B UNITS OF BENEFICIAL INTEREST IN THE TRUST AT AN OFFERING PRICE EQUAL TO THE NET ASSET VALUE PER UNIT ON THE NEXT VALUATION DAY FALLING AT LEAST 5 DAYS FOLLOWING SUBSCRIPTION PLUS A SUBSCRIPTION FEE.

DISTRIBUTOR: QUATERN SECURITIES LIMITED

GENERAL MOTORS ACCEPTANCE

CORPORATION OF CANADA, LIMITED NATIONAL ISSUE-ONTARIO

OFFERING ADJUSTABLE RATE NOTES (UNSECURED) AT A PRICE OF \$ * PER UNIT.

UNDERWRITERS: WOOD GUNDY LIMITED
DOMINION SECURITIES LIMITED

DECEMBER 15th, 1980

ABITIBI-PRICE INC.

NATIONAL ISSUE-ONTARIO

OFFERING \$ * CONVERTIBLE PREFERRED SHARES SERIES E AT A PRICE OF \$ * PER SHARE.

UNDERWRITER: WOOD GUNDY LIMITED

GEOCRUDE ENERGY INC.

NATIONAL ISSUE-ALBERTA

OFFERING * COMMON SHARES (WITHOUT NOMINAL OR PAR VALUE) AT A PRICE OF \$ * PER COMMON SHARE.

UNDERWRITERS: RICHARDSON SECURITIES OF CANADA
WALWYN STODGELL COCHRAN MURRAY LIMITED

DECEMBER 17th, 1980

CORTORONTO PROPERTIES PARTNERSHIP

NO. 1

NAT'L. ISSUE-ONTARIO

OFFERING 1500 UNITS AT \$1,000 PER UNIT AND 80 CONVERTIBLE MORTGAGE NOTES AT \$10,000 PER NOTE.

AGENT: GOULDING, ROSE & TURNER

SOLO RESOURCES & ENERGY INC.

OFFERING 1,200,000 COMMON SHARES (WITHOUT PAR VALUE) AT A PRICE OF \$1.00 PER SHARE.

SECONDARY OFFERING: 492,000 SHARES.

UNDERWRITER: M. RASH & CO. LIMITED

DECEMBER 18th, 1980

CANADIAN UTILITIES LIMITED

NATIONAL ISSUE-ALBERTA

OFFERING \$ * (* SHARES) * % CUMULATIVE REDEEMABLE
SECOND PREFERRED SHARES SERIES E AT A PRICE OF \$ * PER
SHARE.

UNDERWRITERS: PITFIELD MACKAY ROSS LIMITED
GREENSHIELDS INCORPORATED
WOOD GUNDY LIMITED
NESBITT THOMSON SECURITIES LIMITED

AMENDMENTS RECEIVED

DECEMBER 12th, 1980

"BY DESIGN"

AMENDMENT #1 DATED DECEMBER 9th, 1980 TO PROSPECTUS
DATED NOVEMBER 3rd, 1980.
AGENT: ENTERTAINMENT SECURITIES LTD.

DECEMBER 16th, 1980

GAZ METROPOLITAIN, INC.

AMENDMENT #1 DATED DECEMBER 15th, 1980 TO PROSPECTUS
DATED DECEMBER 1st, 1980.
UNDERWRITERS: LEVESQUE, BEAUBIEN INC.
NESBITT THOMSON SECURITIES LIMITED
WOOD GUNDY LIMITED

MATERIAL RECEIVED PURSUANT TO THE ACT & REGULATIONS

- A ANNUAL FINANCIAL STATEMENTS
- B INFORMATION CIRCULAR (FORM 30) OR REPORT (FORM 28)
- C INTERIM FINANCIAL STATEMENTS
- D TAKE-OVER, ISSUER BIDS AND RELATED MATERIAL
- E OTHER REPORTS
- F REPORT OF MATERIAL CHANGE (FORM 27)

ABINO GOLD MINES LIMITED	C
ABITIBI-PRICE INC.	E
ACTION TRADERS INC.	E
ALBANY COURT APARTMENTS INC.	A B C
ALBANY OIL & GAS LIMITED	E
ALGOMA STEEL CORPORATION LIMITED, THE	E
AMERICAN EXPRESS COMPANY	C
ANGLO COMPANY LIMITED	E
ANGLO DOMINION GOLD EXPLORATION LIMITED	E
ASAMERA INC.	E
BANISTER CONTINENTAL LTD.	E
BANK OF NOVA SCOTIA	B
BANKENO MINES LIMITED	C
BATON BROADCASTING INCORPORATED	E
BLACKWOOD HODGE (CANADA) LIMITED	C
BOW VALLEY INDUSTRIES LTD.	F
BRAMALEA LIMITED	E
BRINCO LIMITED	E
CANADEX RESOURCES LIMITED	E
CANADIAN CABLESYSTEMS LIMITED	E F
CANADIAN LENCOURT MINES LIMITED	E
CANADIAN NATURAL RESOURCES LIMITED	E
CANADIAN PACIFIC ENTERPRISES LIMITED	E
CARMA DEVELOPERS LTD.	E
CARUSCAN CORPORATION	C E
CHANCELLOR ENERGY RESOURCES INC.	E
CME RESOURCES INC.	C
COIN LAKE GOLD MINES LTD.	E
COMPUTALOG GEARHART LTD.	E
CONSOLIDATED DURHAM MINES AND RESOURCES LIMITED	E
CONSOLIDATED LOUANNA GOLD MINES LTD.	A B
CONSOLIDATED RAMBLER MINES LIMITED	C
COPCONDA RESOURCES INC.	E
CORONATION GOLD EXPLORATIONS INC.	C
COSEKA RESOURCES LIMITED	E
CRAIGMONT MINES LIMITED	C
MacMILLAN BLOEDEL LIMITED	E
MAJESTIC WILEY CONTRACTORS LIMITED	C

MASSEY-FERGUSON LIMITED	E
MCDONALD'S CORPORATION	E
MERIDIAN CONCEPTS LTD.	E
MERLAND EXPLORATIONS LIMITED	E
MIDLAND NICKEL CORPORATION LIMITED	B
MITEL CORPORATION	E
MOBIL CORPORATION	E
MONETA PORCUPINE MINES LIMITED	A
MORRISON PETROLEUMS LIMITED	E
MOUNT JAMIE MINES LIMITED	C
MOUNT PLEASANT MINES LTD.	E
MSZ RESOURCES LTD.	E
MUSTO EXPLORATIONS LIMITED	C
NBU MINES LTD.	F
NELLO MINING LIMITED	C
NEW KELORE MINES LTD.	A E
NEW YORK OILS LIMITED	C
NIAGARA STRUCTURAL STEEL COMPANY LIMITED	A
NICKEL RIM MINES LIMITED	C
NORCEN ENERGY RESOURCES LIMITED	E
NORDAIR LTD.	E
NORTH AMERICAN COMBUSTION TECHNOLOGY CORPORATION	E
NORTH CANADIAN OILS LIMITED	E
NORTHERN CANADA MINES LIMITED	C
NORTHGATE EXPLORATION LIMITED	E
NORTHLAND OILS LIMITED	C
NORTHSTAR RESOURCES LTD.	E F
NOVA SCOTIA SAVINGS & LOAN COMPANY	E
NOVA, AN ALBERTA CORPORATION	E F
NU-WEST GROUP LIMITED	E
OCEANIC IRON ORE OF CANADA LIMITED	E
ONAPING RESOURCES LIMITED	E F
ONEIDA ENERGY & RESOURCES LIMITED	E
PACIFIC COPPER MINES LTD.	E
PALOMA PETROLEUM LTD.	B
PAN CENTRAL EXPLORATIONS LIMITED	E
PARLAKE RESOURCES LIMITED	E
PEMBINA PIPELINE LTD.	C
PENSION MUTUAL FUND LIMITED	E
PEOPLES JEWELLERS LIMITED	E
PETROFINA INC.	E
PHOENIX CANADA OIL COMPANY LIMITED	C
PHOENIX RESOURCES COMPANY	C
PONDER OILS LTD.	C
Q.M.G. HOLDINGS INC.	E
RANCHMENS RESOURCES (1976) LTD.	E
RARE EARTH RESOURCES LIMITED	C
REED STENHOUSE COMPANIES LIMITED	E
REVENUE PROPERTIES COMPANY LIMITED	E
ROYAL BANK OF CANADA, THE	E
ROYAL TRUSTCO LIMITED	E
RUSSEL HUGH INC.	E
S. B. McLAUGHLIN ASSOCIATES LIMITED	E

SEAGRAM COMPANY LTD., THE	E
SEAWAY TRUST COMPANY	C
THIRD CANADIAN GENERAL INVESTMENT TRUST LIMITED	E
TORSTAR CORPORATION	E
TWIN RICHFIELD OILS LTD.	E
AEC POWER LTD.	C
CARNEGIE MINING CORPORATION LIMITED	C
HILLSBOROUGH EXPLORATION LIMITED	E
MOBRUN COPPER LTD.	B
N L INDUSTRIES INC.	E
ORION CAPITAL CORPORATION	E

REPORTS OF TRADES SUBMITTED ON FORMS 11 AND 12 UNDER THE SECURITIES ACT 1970
REPORTS OF TRADES SUBMITTED ON FORM 19 UNDER THE SECURITIES ACT 1978

FORMS 11 AND 19 SCHEDULE 1 AND 2

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 5, 1980	Victoria and Grey Trust Company	Canadian Commercial and Industrial Bank - Floating Rate Debentures due October 16, 1985, extendable to October 15, 1990	\$ 100,000.00	\$ 100,000.00
Nov. 21, 1980	James F. Kay	Anyox Metals Limited - Common Shares	2.20	750,000 shrs.
Dec. 4, 1980	The Great-West Life Assurance Company	Lennox Industries (Canada) Ltd. - 14% Sinking Fund Debenture due December 1, 1993	8,000,000.00	\$ 8,000,000.00
Nov. 24, 1980	Gus Macoritto	Bijou Mines & Oils Limited - 13% Convertible Debenture due September 11, 1985	25,000.00	25,000.00
Nov. 24, 1980	Kenneth Pore	"	10,000.00	10,000.00
Dec. 9, 1980	Mr. Gurdass Singh	Van Horne Gold Exploration Inc. - Units	5,000.00	1 unit
Dec. 9, 1980	Mr. Stuart R. Horne	"	5,000.00	5 units
Dec. 9, 1980	Dr. Glen A. McDonald	"	5,000.00	3 "
Dec. 9, 1980	Mr. R.A. Schiralli	"	5,000.00	1 unit
Dec. 9, 1980	Mr. Bruce Durrant	"	5,000.00	3 units
Dec. 9, 1980	Mr. Norman Grill	"	5,000.00	1 unit
Dec. 9, 1980	Mr. Kingsford D. Healey	"	5,000.00	1 "
Dec. 9, 1980	Mr. George Disler	"	5,000.00	1 "
Dec. 9, 1980	Mr. Gordon W. Fancy	"	5,000.00	1 "
Dec. 9, 1980	Mr. George A. Cooper	"	5,000.00	1 "
Dec. 9, 1980	Dr. Allan Green	"	5,000.00	1 "
Dec. 9, 1980	Mr. E. Bigall	"	5,000.00	1 "

FORMS 11 AND 19 SCHEDULE 1 AND 2 (continued)

<u>Transaction Date</u>	<u>Purchaser</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Dec. 9, 1980	Mary L. Mark	Van Horne Gold Exploration Inc. - \$	5,000.00	1 unit
Dec. 9, 1980	Mr. Horace Kekunyk	Units	5,000.00	3 units
Dec. 9, 1980	Mr. R.M. Hogarth	"	5,000.00	4 "
Dec. 9, 1980	Mr. Haris Ali	"	5,000.00	2 "
Dec. 5, 1980	Mr. John G. Davis	In a Far Country - Units	7,750.00	5 "
Dec. 5, 1980	Mr. John G. Davis	"	7,750.00	1 unit
Dec. 5, 1980	Paul Doyle	"	7,750.00	2 "
Dec. 5, 1980	L. R. French	"	7,750.00	2 "
Dec. 5, 1980	Robert C. Gimlin	"	7,750.00	3 "
Dec. 5, 1980	Lois Harris	"	7,750.00	3 "
Dec. 5, 1980	A. J. Harris	"	7,750.00	4 "
Dec. 5, 1980	R. S. Hayward	"	7,750.00	1 unit
Dec. 5, 1980	Keith C. Hendrick	"	7,750.00	2 units
Dec. 5, 1980	G. Ronald Jackson	"	7,750.00	1 unit
Dec. 5, 1980	W. M. Keyes	"	7,750.00	2 units
Dec. 5, 1980	G. Layt	"	7,750.00	4 "
Dec. 5, 1980	K. L. Macdonald	"	7,750.00	8 "
Dec. 5, 1980	I. J. McGibbon	"	7,750.00	3 "
Dec. 5, 1980	F. O'Connor	"	7,750.00	2 "
Dec. 5, 1980	John P. Uffen	"	7,750.00	2 "
Dec. 5, 1980	Robert E. Waller	"	7,750.00	1 unit
Dec. 5, 1980	H. J. M. Watson	"	7,750.00	2 units
Dec. 5, 1980	G. A. Wilson	"	7,750.00	2 "
Dec. 11, 1980	Walwyn Stodgell Cochran Murray Limited	Petro-Sun Inc. - Common Shares	2.25	100,000 shrs.

FORMS 12 AND FORM 19 SCHEDULE 3 - RESALE OF SECURITIES

<u>Date of Resale</u>	<u>Date of Original Purchase</u>	<u>Seller</u>	<u>Security</u>	<u>Price</u>	<u>Amount</u>
Nov. 28, 1980	Jan. 5, 1979	364555 Ontario Limited	Keldon Oil Company - Common Shares	\$ U.S. 30.50	3,000 shrs.
Dec. 2, 1980	Jan. 5, 1979	"	"	U.S. 29.00	2,000 "
Nov. 28, 1980-	Sep. 14, 1979	Blue Chestnut Investments	Goldale Investments Limited - Class "A" Non-Voting Shares	15.25 to 16.00	10,000 "
Dec. 4, 1980					

NOTICE OF INTENTION TO DISTRIBUTE SECURITIES PURSUANT TO
SUBSECTION 7 OF SECTION 71

<u>Seller</u>	<u>Security</u>	<u>Amount</u>
Crowborough Investments Ltd.	Spar Aerospace Limited - Common Shares	20,000 shares
96267 Canada Limited	First Calgary Petroleum Ltd. - Common Shares	20,378 "
Mr. Jack Stupp	Consumers Distributing Company Limited - Common Shares	200,000 "

DRAFT O.S.C. POLICY

"EVERGREEN" (PRELIMINARY) PROSPECTUSES

It has been suggested to the Commission that a procedure should be established which would enable an issuer to go to the market more quickly than can be done under normal procedures. The regulatory process contemplates a minimum of 10 days between the filing of the preliminary prospectus and the acceptance of the final prospectus. In practice, this procedure takes several weeks longer.

Submissions that some "evergreen" prospectus procedure should be devised which would enable an issuer to maintain a current preliminary prospectus in filing. All of the deficiencies would be resolved and the preliminary prospectus would be amended from time to time to keep all of the information current. When the issuer (underwriter) sees a window a plan of distribution would be devised and the preliminary prospectus would be amended by adding a description of the proposed issue, a plan of distribution, any amendments to the purpose of issue, and any material changes under a heading such as "Recent Events".

The Commission are prepared to consider such filings, either alone or on a "principal jurisdiction" basis with any other provincial administration willing to adopt such an approach, recognizing there are specific problems and differences in provincial laws and policies. A final receipt would not issue, for instance, for an "evergreen prospectus" where it appeared that voting securities were being distributed, in part at least, to defeat a takeover bid.

Request for Comments

In order to explore this proposal further, submissions are requested from interested parties outlining:-

- (a) the arguments in support of and in opposition to the proposal, and if the proposal is being supported; and
- (b) the changes, if any, required in the law and policies.

These comments should be sent, no later than February 27, 1981, to the Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, M7A 2H7.

SUPPLEMENT "X-1" TO WEEKLY SUMMARY, WEEK ENDING
18TH DECEMBER, 1980.

INTERIM O.S.C. POLICY 3-54

PRIVATE PLACEMENT
"PRELIMINARY OFFERING MATERIAL"

It has come to the attention of the Commission that certain issuers who have offered securities by way of an Offering Memorandum in reliance upon one of the private placement exemptions have, in some cases, provided preliminary material to certain prospective investors prior to furnishing a "final" Offering Memorandum. This preliminary material was apparently designed to serve a function similar to that served by a preliminary prospectus. In one recent case, the preliminary material provided contained no reference to the contractual right of action which section 20 of the Regulation requires be included in an Offering Memorandum before the exemption in question becomes available.

The Commission wishes to caution issuers considering providing preliminary material in a proposed distribution, prior to delivering an Offering Memorandum, to take care to ensure that by doing so, they do not render the exemption in question unavailable. It should contain the contractual right of rescission.

Request for Comments

This policy is issued on an interim basis and will take effect immediately. Comments regarding this policy are invited and may be submitted to The Secretary, Ontario Securities Commission, 10 Wellesley Street East, Toronto, Ontario, M7A 2H7. Submissions should be received by the Secretary no later than February 27, 1981. If no further amendments are made to this policy by March 31, 1981, it will become final and no longer be considered an interim policy.

Comments received will be made available for public inspection unless confidentiality is specifically requested.

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